

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

AMERICAN CENTER FOR)
EXCELLENCE IN SURGICAL)
ASSISTING, INC.,)
Plaintiff,)
vs.) No. 15 CV 7290
COMMUNITY COLLEGE DISTRICT)
502, et al.,)
Defendants.)

The deposition of KEITH BUMP, called for
examination pursuant to Notice and the Rules of
Civil Procedure for the United States District
Courts pertaining to the taking of depositions,
taken before Elizabeth L. Vela, an Illinois
Certified Shorthand Reporter, at 180 North Stetson,
Chicago, Illinois, on the 16th day of May, 2017, at
the time of 11:23 a.m.

(Proceedings concluded at 6:03 p.m.)

Reported by: Elizabeth L. Vela, CSR
License No.: 084-003650

1 APPEARANCES:

2 DLG LAW GROUP, LLC, by
3 MR. MICHAEL J. DAVIS,
4 4100 East Mississippi Avenue, Suite 420
5 Denver, CO 80246
6 (720) 361-6036
7 mdavis@dlglaw.net

8 Representing the Plaintiff,
9

10 SCHUYLER, ROCHE & CRISHAM, P.C., by
11 MR. MICHAEL T. ROCHE,
12 Two Prudential Plaza
13 180 North Stetson Avenue, Suite 3700
14 Chicago, IL 60601
15 (312) 565-8333
16 mtroche@srcattorneys.com

17 Representing the Defendants.
18
19
20
21
22
23
24

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I N D E X

WITNESS

EXAMINATION

2

KEITH BUMP

BY MR. ROCHE

7

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E X H I B I T S

4

NUMBER

MARKED FOR ID

KB Deposition

5

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1 (Witness sworn.)

2 MR. ROCHE: Mr. Bump, could you please spell
3 your name for the record?

4 THE WITNESS: K-e-i-t-h, B-u-m-p.

5 MR. ROCHE: And what is your home address?

6 THE WITNESS: 11453 Abbots, A-b-b-o-t-s,
7 Cross Lane, Glen Allen, Virginia 23059.

8 MR. ROCHE: And have you ever been deposed
9 before, Mr. Bump?

10 THE WITNESS: No.

11 MR. ROCHE: Okay. A couple -- just a couple
12 rules of the road, if you will.

13 THE WITNESS: Sure.

14 MR. ROCHE: If you don't understand the
15 question I'll be asking you -- and I will be asking
16 you a series of questions. And if you don't
17 understand the question, Mr. Bump, if you could
18 please just tell me.

19 THE WITNESS: Okay.

20 MR. ROCHE: And -- because if you do go ahead
21 and answer, I'm going to assume that you understood
22 the question.

23 THE WITNESS: Sure.

24 MR. ROCHE: Another suggestion is to wait for

1 me to finish my question. In many instances, you
2 may know where -- the question I'm going to ask.

3 THE WITNESS: Right.

4 MR. ROCHE: And there is a tendency among
5 witnesses --

6 THE WITNESS: Sure.

7 MR. ROCHE: -- to go ahead and just answer the
8 question. If you could just simply wait for the
9 court reporter so the record is clear until I
10 finish my question, and then, provide your answer.

11 THE WITNESS: Sure.

12 MR. ROCHE: The last kind of tip would be,
13 please don't nod your head or say uh-oh --

14 THE WITNESS: Right.

15 MR. ROCHE: -- because obviously, the court
16 reporter won't be able to transcribe it.

17 THE WITNESS: Right.

18 KEITH BUMP,
19 called as a witness herein, having been first duly
20 sworn, was examined and testified as follows:

21 EXAMINATION

22 BY MR. ROCHE:

23 Q. What is your date of birth?

24 A. 12-10-64.

1 Q. What is your highest level of education?

2 A. High school.

3 Q. Did you attend college?

4 A. I did some college.

5 Q. What college?

6 A. It's in Panama City, Florida. It's --
7 now, it's a different name. It used to be
8 Gulf Coast Community College.

9 Q. What years was that, Mr. Bump?

10 A. 1983.

11 Q. Do you have any certificates or other
12 certifications in the medical field, Mr. Bump?

13 A. No.

14 Q. Have you been convicted of any crime,
15 other than a misdemeanor or a traffic offense?

16 A. No.

17 Q. Are you presently taking any medications
18 today that could affect your ability to testify
19 truthfully and accurately?

20 A. No.

21 Q. Have you ever been -- personally, have you
22 ever been a party to a lawsuit, Mr. Bump?

23 A. Personally or business?

24 Q. Personally.

1 A. No.

2 Q. Aside from this lawsuit, have you ever
3 professionally been a party to a lawsuit?

4 A. For a business that I owned.

5 Q. Okay. What was the name of that business?

6 A. ATA Black Belt Academy.

7 Q. I'm sorry. What --

8 A. ATA Black Belt Academy.

9 Q. Black Belt Academy?

10 A. Yes.

11 Q. What was that lawsuit -- what did that
12 lawsuit involve?

13 A. It was a personal injury and it was
14 dismissed.

15 Q. Were you a defendant in that --

16 A. Yes.

17 Q. Was --

18 A. The academy was a defendant.

19 Q. Okay. What year was that, approximately,
20 Mr. Bump?

21 A. 1986 maybe.

22 Q. Did you ever testify at trial in that
23 matter?

24 A. No. It never went to trial.

1 Q. What is your present position at American
2 Center for Excellence in Surgical Assisting, Inc.?

3 A. Vice president of sales and marketing.

4 Q. Have you ever held any other position
5 at -- we'll call it ACE from now on.

6 A. Okay.

7 Q. Have you ever held any other position at
8 ACE, other than vice president of sales and
9 marketing?

10 A. Well, I just started off as the sales
11 manager.

12 Q. And when did you first become employed at
13 ACE?

14 A. 2012.

15 Q. Do you recall the month?

16 A. April.

17 MR. ROCHE: Okay. Let's mark this as
18 Exhibit 1.

19 (Whereupon, KB Deposition
20 Exhibit 1 was marked for
21 identification.)

22 BY MR. ROCHE:

23 Q. Do you see what's been marked as Exhibit 1
24 to your deposition, Mr. Bump?

1 A. Yes, sir.

2 Q. This is a notice of 30(b)(6) deposition of
3 plaintiff, American Center for Excellence in
4 Surgical Assisting, Inc. Do you see that in the
5 middle of the first page?

6 A. Yes.

7 Q. I just want to direct your attention to
8 Exhibit A, which is the third page on this
9 document.

10 And I just want to discuss the steps you
11 took to prepare for your corporate representative
12 deposition today.

13 A. Okay.

14 Q. Did you meet with counsel in connection
15 with today's deposition?

16 A. No.

17 Q. Did you have any -- and I don't want to
18 know the substance of the communications. I simply
19 want to know, did you have any communications with
20 your counsel in connection with today's deposition?

21 A. Other than scheduling, no.

22 Q. Did you speak with Dan Bump about today's
23 deposition?

24 A. Vaguely.

1 Q. What did you discuss?

2 A. Just, you know, how the deposition --
3 how -- the process of the deposition, and you know,
4 how questions were asked, things like that, not
5 substance-wise.

6 Q. Were there -- did Dan Bump tell you what
7 to testify to?

8 A. No.

9 Q. Did you speak with Tabitha Bump about
10 today's deposition?

11 A. No.

12 Q. Did you speak with Maggie Parrish about
13 your deposition today?

14 A. No.

15 Q. Did you speak to anyone other -- anyone
16 else at ACE about your testimony today?

17 A. No.

18 MR. ROCHE: Mark this as Exhibit 2.

19 (Whereupon, KB Deposition
20 Exhibit 2 was marked for
21 identification.)

22 BY MR. ROCHE:

23 Q. Mr. Bump, what has been marked as
24 Exhibit 2 to your deposition is the complaint filed

1 in this action by ACE.

2 My question is, did you review this
3 complaint in connection with preparing for today's
4 deposition?

5 A. I did, yes.

6 Q. Did you -- do you recall -- no. Strike
7 that.

8 Did you review the complaint, Mr. Bump,
9 before it was filed in this case?

10 A. Yes.

11 Q. You'll notice that there's a series of
12 exhibits --

13 A. Yes.

14 Q. -- to this complaint. Did you review the
15 exhibits to the complaint before it was filed in
16 this lawsuit?

17 A. Yes.

18 Q. Did you approve the allegations in the
19 complaint and the -- well, strike that.

20 Did you approve the allegations in the
21 complaint before it was filed --

22 A. Yes.

23 Q. -- in this matter? Okay. Let's discuss
24 e-mail communications.

1 Did you review, Mr. Bump -- in connection
2 with today's deposition, did you review e-mail
3 communications that have been produced in this
4 case?

5 A. I did.

6 Q. Okay. Do you recall which e-mail
7 communications you reviewed?

8 A. All of them.

9 Q. E-mail -- that was a bad question. Good
10 answer, bad question.

11 Did you review the e-mails that were
12 produced by plaintiff, ACE, in this case?

13 A. Yes.

14 Q. Did you review the e-mails produced by the
15 defendant -- we'll call it College of DuPage, COD
16 in this case?

17 A. I did not.

18 Q. Are you aware that an entity by the name
19 of Your Extra Hands Surgical Services, Inc.
20 produced e-mail communications in this matter?

21 A. I did not. I did not know that. Sorry.

22 Q. So you didn't -- you did not review
23 those --

24 A. No.

1 Q. -- e-mail communications in connection
2 with your testimony today?

3 A. No.

4 Q. Did you review ACE's self-study in
5 preparation for today's deposition?

6 A. I reviewed a comparison of the two
7 studies, not each one individual but a comparison.

8 Q. Was this comparison prepared by your
9 counsel?

10 A. No. It was prepared by our program
11 director.

12 Q. Who's your program director?

13 A. Dan Bump. He would be the one that's the
14 expert on curriculum.

15 Q. Was this a document that was provided to
16 you by Dan?

17 A. Yes.

18 Q. How many pages was this document?

19 A. Five pages.

20 Q. Is that the document that --

21 A. Yes.

22 MR. ROCHE: May I take a look at it?

23 THE WITNESS: I'm fine with it.

24 MR. DAVIS: Yeah. It will probably help you

1 along.

2 THE WITNESS: Actually, here's my notes as far
3 as the matching.

4 And I highlighted the -- everything that's
5 highlighted here is things that match, basically,
6 word for word. And everything highlighted here is
7 things that the curriculum matches, but they
8 changed the wording and made a more wordier
9 description.

10 MR. ROCHE: Let's just get right to it.

11 MR. DAVIS: I like that. I like the sound of
12 that.

13 THE WITNESS: Sorry if you can't read my
14 handwriting.

15 BY MR. ROCHE:

16 Q. Is there -- Mr. Bump, this is a document
17 that has not been produced in this litigation.

18 Just please -- before I ask to make copies
19 of it, can you just please confirm that there's no
20 privileged attorney-client information or other
21 information that I ought not to see?

22 A. No. I think you have a copy of our
23 curriculum and a copy of theirs. This is just a --

24 Q. We do, yep.

1 A. So I'm fine with that.

2 MR. DAVIS: Uh-huh.

3 MR. ROCHE: Okay. Can we go off the record
4 while I make copies?

5 (A short break was taken.)

6 BY MR. ROCHE:

7 Q. Are there any other documents, Mr. Bump,
8 that you brought with you today that have not been
9 produced in this case?

10 A. I don't know. Was this a time line? Did
11 we produce this, the walk-through that we provided
12 that had all the e-mails attached?

13 MR. DAVIS: Yeah. Let me clarify.

14 MR. ROCHE: Sure.

15 MR. DAVIS: These were notes that he made in
16 preparation for this deposition.

17 MR. ROCHE: Right.

18 MR. DAVIS: So there was -- they were -- they
19 didn't even exist before his preparation for the
20 deposition. So --

21 THE WITNESS: So I guess the answer is no.

22 BY MR. ROCHE:

23 Q. May I see your notes?

24 A. This is a walk-through of everything that

1 happened from beginning to end.

2 Q. Who prepared this document?

3 A. That was originally prepared by
4 Maggie Parrish when -- so when we started putting
5 all the e-mails together, we wanted to attach an
6 e-mail to a date and this is what happened at this
7 date and here's the e-mail that goes with it, and
8 then, this date, this happened, and here's the
9 e-mail that goes with it.

10 And so that's basically that walk-through
11 for us, for our purposes. I also have one that I
12 prepared in addition to that that if this was open
13 in a document, I could click on these PDFs and
14 those are the e-mails that substantiate the --

15 Q. So for example, this is a description of
16 what occurred on November 19, 2013.

17 A. Right.

18 Q. You click on this --

19 A. That's the e-mail.

20 Q. -- and that's the e-mail?

21 A. That's the e-mail -- it's --
22 1november.doc, that's the e-mail that was sent in
23 relation to that.

24 MR. DAVIS: And we can produce that for you

1 electronically, too, so you can click on the
2 e-mails and see them.

3 THE WITNESS: I can do that for you today.
4 I've got my laptop here. I can --

5 MR. ROCHE: That would be great.

6 MR. DAVIS: And just for the record, these were
7 not -- I've never seen these documents. They were
8 not prepared by me and they are prepared by them
9 and they are not -- there's no privilege attached
10 to them. They're prepared by Keith and Dan. So --

11 THE WITNESS: I wouldn't think there's anything
12 in there any different than what's in the
13 complaint.

14 It's just my way of being able to go
15 through it and go, here's what happened on this
16 date, here's the e-mail that's -- and that's how I
17 prepared for today.

18 MR. ROCHE: Let's make copies of these --

19 MR. DAVIS: Sure.

20 MR. ROCHE: -- as well.

21 MR. DAVIS: Sure.

22 (A short break was taken.)

23 BY MR. ROCHE:

24 Q. Mr. Bump, did you review the College of

1 DuPage's self-study that was produced in this case?

2 A. I also attached to the -- I didn't
3 personally review it. Again, it was reviewed by
4 our program director.

5 And the page that I gave you with the
6 curriculum had a sixth page that was the comparison
7 of College of DuPage's self-study and ours.

8 We didn't find a lot of significant
9 similarities. So all we can assume is that she
10 asked for that so that, you know, she could be -- I
11 don't know what you might call it.

12 Inspired by that, find out what kind of
13 questions there might be -- she might be asked so
14 that they could prepare the self-study for
15 College of DuPage, because there is going to be
16 significant differences in theirs, because they're
17 a college and we're a school -- a single-program
18 school. They're a multi-program college. So there
19 should be significant differences.

20 Q. Who's she?

21 A. Oh. Kathy Cabai.

22 Q. So I understand you correctly, Keith,
23 there was a sixth page to this document, as well?

24 A. It's -- yeah. It's the -- is that the

1 back page? Is that 6 or 5?

2 Q. We have 1 through 5, and then, we have
3 this.

4 A. That's the --

5 Q. The analysis --

6 A. -- analysis.

7 Q. -- of the COD self-study?

8 A. Yes, sir.

9 Q. All right. Here. You can have that back,
10 actually.

11 Did you review the other self -- or excuse
12 me. The other trade secrets that ACE claims were
13 misappropriated by the College of DuPage in this
14 matter?

15 A. I didn't.

16 Q. Did you review ACE's program catalog?

17 A. Yes.

18 Q. Did you review ACE's master curriculum?

19 A. That was -- that review was done by Dan.
20 And it's part of how he made his comparison for the
21 comparison of the two curriculums.

22 Q. Did you --

23 A. I didn't specifically review it.

24 Q. Did you review -- we'll get to it. Okay.

1 ACE -- let's just look at the exhibits. Let's just
2 go through the exhibits.

3 (Whereupon, KB Deposition
4 Exhibit 3 was marked for
5 identification.)

6 BY MR. ROCHE:

7 Q. I'll show you what's been marked as
8 Exhibit 3.

9 Mr. Bump, what's been marked as Exhibit 3
10 to your deposition is ACE's written response to
11 COD's first request for production of documents.

12 Did you review this document in connection
13 with preparing for today's deposition?

14 A. I don't remember reviewing this.

15 (Whereupon, KB Deposition
16 Exhibit 4 was marked for
17 identification.)

18 BY MR. ROCHE:

19 Q. I'll show you what's been marked as
20 Exhibit 4 to your deposition. This is ACE's
21 response to COD's first set of interrogatories in
22 this matter.

23 Do you recall reviewing ACE's
24 interrogatory answers in connection with today's

1 deposition?

2 A. No.

3 Q. If you don't mind turning to the third --
4 or the last page in this document.

5 You'll see that verification. Is that
6 your signature there, Keith?

7 A. On this page?

8 Q. Yes. No, I'm sorry. The page before --

9 A. Oh.

10 Q. No, the last page. There you go.

11 A. Yes.

12 Q. Do you recall signing and executing this
13 document called a verification in connection with
14 submitting ACE's answers to COD's interrogatories?

15 A. Yes, I do.

16 Q. And were you authorized at the time you
17 executed this by ACE to sign this verification?

18 A. Yes.

19 Q. Let's just turn, Keith, to Interrogatory
20 No. 4.

21 You'll note here that this requests ACE to
22 identify all documents or other materials ACE
23 provided to COD that it believes constituted trade
24 secrets, and then, there's some answers to that.

1 Do you see that?

2 A. Yes, I do.

3 Q. The answers are in bold, Keith. Are there
4 any other documents, as you sit here right now, or
5 other materials that ACE claims are trade secrets
6 that are not listed here?

7 A. No, sir.

8 Q. So the record is clear, I'm going to have
9 you just identify what these documents are, Keith.

10 A. Just read the bold --

11 Q. I'll actually be just showing you a
12 series --

13 A. Okay.

14 Q. -- of documents.

15 (Whereupon, KB Deposition
16 Exhibit 5 was marked for
17 identification.)

18 BY MR. ROCHE:

19 Q. Mr. Bump, I show you what's been marked as
20 Exhibit 5 to your deposition. Is this ACE's
21 self-study?

22 A. Yes, it is.

23

24

1 (Whereupon, KB Deposition
2 Exhibit 6 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. I show you what's been marked as Exhibit
6 No. 6 to your deposition, Mr. Bump.

7 The question is, if you look at the first
8 12 pages of this document, you'll notice -- just to
9 backpedal real fast, Keith, on the bottom of the
10 first page, you'll see a Bates stamp. That's what
11 it's called. ACE1001. Do you see that?

12 A. Yes.

13 Q. If you go through to ACE1012, my question
14 is, are the documents in between -- is that ACE's
15 program catalog?

16 A. Yes.

17 Q. From ACE1013 to ACE1058, are those
18 materials ACE's curricula -- or strike that.

19 Do those materials constitute what ACE
20 claims is its master curriculum?

21 A. Yes.

22 Q. And both the program catalog and master
23 curriculum, which we'll call going forward, those
24 are both trade secrets that ACE alleges were

1 misappropriated in this matter, is that right?

2 A. Yes.

3 Q. If you'll look going back to the
4 interrogatory answers, which I believe is
5 Exhibit 4 --

6 MR. ROCHE: Is that right, Liz?

7 BY MR. ROCHE:

8 Q. It is Exhibit 4. If you'd turn to
9 Interrogatory No. 7, Keith, it asks state the date
10 of the contract between ACE and COD. Do you see
11 that, Keith?

12 A. Am I looking at the wrong --

13 Q. You are, actually. I'm sorry. It's this
14 one right there.

15 A. Yes.

16 Q. The answer is December 9, 2013. Do you
17 see that, Mr. Bump?

18 A. Yes.

19 Q. Is that the date of the contract between
20 ACE and the College of DuPage?

21 A. So I don't understand the question. So
22 are we talking about when they received the
23 contract or are we talking about when we feel a
24 verbal contract was --

1 Q. Interrogatory No. 7 asks to state the date
2 of the contract. The answer is December 9, 2013.
3 Is that accurate?

4 A. Well, it could be. There's several -- as
5 far as a verbal contract, there's several dates
6 when we feel like -- that it was in place.

7 Q. When was the first date it was -- this
8 verbal contract was in place?

9 A. December 9th. And that's the date that's
10 listed, which is when we received an e-mail from
11 Karen, which is the associate dean of the
12 department. And it said we're ready to move
13 forward.

14 So that's why the December 9th is, because
15 that's the first time that they had made a
16 statement that there was a contract in place.

17 Q. Now, for just December 9th, what was --
18 what were the terms of the first verbal contract,
19 as you described it?

20 A. So it would be the terms that we had given
21 them in a written contract, that they would take
22 our program as a College of DuPage program in a
23 consortium with us.

24 They would -- we would basically do

1 everything. They would just have to provide a
2 certificate and keep records for their students and
3 that we would also take students that needed a
4 college program and put them through their program,
5 as well.

6 Q. What were -- what was the price that was
7 agreed upon --

8 A. The original price --

9 Q. -- in the first verbal contract?

10 A. It was 4,400. So the original proposal is
11 that they would charge 6,900 for the program, we
12 would keep 4,400, and the difference would be
13 theirs.

14 What we would get out of that was that the
15 students, because they're going through a college,
16 could get financial aid. And there are certain
17 states that require those college-type programs for
18 students to get licensed in that state. There's
19 very few of those.

20 Q. It's your testimony today that the
21 College of DuPage agreed to those -- that pricing
22 structure on December 9th, 2013?

23 A. According to their e-mail, yes, and
24 their --

1 Q. What were their -- what were the -- well,
2 what was the date of the second verbal contract?

3 A. The second one was on December the 11th,
4 when the VP of IT for the College -- his name is
5 Charles Currier.

6 He sent an e-mail that says given this
7 appears to be an agreement. When we're speaking
8 about using Blackboard, in that e-mail, he says
9 given this appears to be an agreement for
10 College of DuPage to produce a certificate for this
11 program.

12 Q. What were the terms of the December 11th,
13 2013 contract?

14 A. Same terms. There was no discussion of
15 any change in the terms.

16 Q. What document are you looking at?

17 A. This is just my notes. It's my notes I
18 made for today.

19 Q. Is it this document, Keith?

20 A. No. This is additional notes that I made.
21 I can give you the e-mail number. Now, the e-mail
22 is probably listed in that document.

23 Q. Have these notes been -- these are
24 notes -- are these notes you --

1 A. I made these like last week.

2 Q. -- prepared in connection with today's
3 deposition?

4 A. Yes.

5 Q. Okay. Can I see them?

6 A. I don't have a problem with that.

7 THE WITNESS: Do you have a problem with it?

8 MR. DAVIS: No.

9 THE WITNESS: I'll just -- can I tell you what
10 they -- what all they include?

11 BY MR. ROCHE:

12 Q. Of course.

13 A. So this is, basically, did Kathy Cabai
14 have the ability to create this program on her own.
15 And it's basically just talking points for me.

16 Was the College of DuPage -- the program
17 that they submitted to the State, was it ACE's.
18 And this is the exhibit that shows that the -- what
19 they submitted to the State suggests it was ACE,
20 because it was in the document -- 30 times, it said
21 ACE.

22 And then, it's -- this is talking about
23 did we have a verbal contract. There's five
24 e-mails that prove that we did. And this is

1 talking about did they breach the contract.

2 And then, I -- this is could they have the
3 program they have in place right now without ACE.
4 And it talks about how they could not.

5 Q. Why couldn't -- why could College of
6 DuPage not have the program --

7 A. So --

8 Q. -- in place --

9 A. So it took --

10 Q. -- without ACE?

11 A. Okay. So it took us -- using our existing
12 program, alongside with College of DuPage, it took
13 14 months to get the program written -- not written
14 but changed around, because I don't know if you've
15 seen where they had to change the program around,
16 because we present it on nine one-month modules,
17 where they're a semester system.

18 So they had to take it and take chunks of
19 what we had and put it in a semester. So that was
20 the shifting of the program, not necessarily the
21 rewriting of the program.

22 It took 14 months to get it written,
23 approved by the College, approved by the State, and
24 then, ready to prepare -- ready to present to

1 students.

2 And according to Kathy, that was record
3 time. They had never seen a program approved by
4 the College, much less the State in that amount of
5 time.

6 So then, once they broke off ties with us,
7 they were able to start from scratch, rewrite a new
8 program, get it approved by the State, get it
9 approved by the College, do a new self-study so
10 that they could get it approved by CAAHEP. They
11 were able to do that in less than 11 months.

12 So it's impossible. In her own words, it
13 was record time. It never happened before for
14 14 months with our help.

15 Q. What was the date of the third verbal
16 contract?

17 A. April the 23rd.

18 Q. What were the terms of the April 23rd
19 contract?

20 A. It was still the same. No changes.

21 Q. Why do you believe this was a new contract
22 then?

23 A. Well, it was not really a new contract,
24 just a confirmation of the wording that confirms

1 the -- so I don't agree that there's additional
2 contracts.

3 I would say, this is just a confirmation
4 of the first contract. And so this was Kathy Cabai
5 on April 23rd, an e-mail saying all classes are
6 approved and we're ready to go.

7 She said, you guys owe me big time,
8 because this is the fastest anything has ever been
9 approved by the College of DuPage, let alone the
10 State. So to me, viewing the contract, why would
11 we owe her big time?

12 Q. When you referenced in your answer the
13 first contract, are you referring to the contract
14 that was dated December 9, 2013?

15 A. Yes. So I don't see there being any
16 second or third contract. I just see these as
17 being confirmation points of a contract.

18 Q. Dated December 9, 2013?

19 A. Correct.

20 Q. What was the -- are there any other
21 confirmations --

22 A. Yes.

23 Q. -- as you described?

24 A. So May 6th, Kathy sends an e-mail saying

1 excited times for College of DuPage. I couldn't
2 think of three better guys to be on this train
3 with. I'm sure you've seen that.

4 And she said, it's too bad it took Keith
5 and Kyle to make it happen, Kyle being Kyle Black,
6 I think, from Your Extra Hands Surgical Services.

7 Q. Okay.

8 A. And then, do you want to hear the final
9 one?

10 Q. Yes, please.

11 A. The final one was when Kathy attended the
12 surgical skill lab at no charge, knowing that she
13 was doing that as part of her instructor training.

14 Q. Did Kathy make --

15 A. That was in July.

16 Q. -- any representations to you or in an
17 e-mail reaffirming the December 9th, 2013 contract?

18 A. Yeah, these exciting times at College of
19 DuPage.

20 Q. I'm referring to the last one.

21 A. No, after that --

22 Q. The skills lab.

23 A. No. It was just her attendance. I mean,
24 she did confirm her attendance. So --

1 Q. You just -- you previously testified that
2 the terms of the December 9th contract were the
3 terms that were in a written document that was sent
4 to the College of DuPage, is that --

5 A. Correct.

6 Q. -- your testimony?

7 A. Yes.

8 Q. And is that the initial consortium
9 agreement --

10 A. Yes.

11 Q. -- that we'll get to in a second?

12 A. Yes.

13 Q. Did ACE ever sign that initial consortium
14 agreement?

15 A. I'm not sure about that it, because I --
16 it may have been Dan that would have signed that.

17 And I do believe that he did sign it -- I
18 don't think it was signed on the first time we sent
19 it, but I think we resent it again, as we asked
20 them for it again, and we resent it signed by Dan,
21 because I believe there's an e-mail -- and I can't
22 remember the exact date, but I believe there's an
23 e-mail saying here's the agreement signed by me.

24 Once you've signed it, it will be a fully

1 executed agreement, if you'll send it back to us,
2 and then, we'll -- we will -- and I don't know what
3 the terms were, because we did change the amount,
4 because --

5 Q. What do you mean by amount?

6 A. The 4,400 that we would receive. And the
7 reason being is that at some point, Kathy asked if
8 she could be the instructor for the lab.

9 So because the students were going to be
10 there at College of DuPage, the original thing was
11 that Dan would travel to College of DuPage to teach
12 the six-day surgical skill lab, because he wanted
13 to -- because it was proprietary information, he
14 wanted to hold onto that pretty tight.

15 But at some point, it was agreed to that
16 Kathy wanted to teach it, but she would have to do
17 this instructor training first. And then, if she
18 did that, then that amount would go down to what --
19 I believe we came to an agreement would be 3,600.

20 Q. Did you ever sign any contract on behalf
21 of ACE --

22 A. I didn't.

23 Q. -- in connection with the --

24 A. Not with that.

1 Q. -- consortium with COD?

2 A. No. That was signed by Dan. And I
3 believe that the second -- the one that was sent,
4 the second one that they -- I think they requested
5 it because of the change in the amount of money.
6 It was signed by Dan. I believe that had the 3,600
7 in it.

8 Q. Do you know if the College of DuPage ever
9 signed the initial consortium agreement that was
10 sent in 2013?

11 A. No. It was our understanding that it was
12 being put through legal for the lang -- to look at
13 the language.

14 Q. Right. Do you know if the College of
15 DuPage ever signed that contract?

16 A. If they did, they never returned it to us.

17 Q. Do you know if the College of DuPage ever
18 signed the second contract?

19 A. If they did, they never returned it to us.

20 Q. Could I make a copy of that, Keith?

21 A. I think you already have these. So you
22 don't need these, right?

23 These are the attachments -- the e-mails
24 in here, I just made copy of those so I could have

1 quick access to them, but I think you probably
2 already have those.

3 Q. Yeah, but you know what? Do you mind if I
4 just keep it consistent?

5 (A short break was taken.)

6 BY MR. ROCHE:

7 Q. Mr. Bump, are there any other documents
8 that you have with you today that have not been
9 exchanged --

10 A. No.

11 Q. -- or produced in this case?

12 A. No.

13 MR. DAVIS: Well, I'm going to object to not
14 been produced.

15 These are documents that were made in
16 preparation for this deposition. So there was --
17 they've never existed prior to a few days before
18 today.

19 MR. ROCHE: Okay.

20 MR. DAVIS: So we're turning them over today.

21 MR. ROCHE: Okay.

22 MR. DAVIS: And they're just notes. They're
23 just compilations of documents that already exist.

24 THE WITNESS: I don't think the information in

1 the documents changed anything. It just helps me
2 to be able to speak on the information that you're
3 asking about.

4 MR. DAVIS: In an organized fashion.

5 BY MR. ROCHE:

6 Q. Keith, what other documents did you review
7 in connection with today's deposition?

8 A. My -- because it was three years ago,
9 three and a half maybe, my biggest thing was
10 reviewing the e-mail conversations, because I mean,
11 I don't have an identic memory.

12 I told my wife -- I said, I wish I did, I
13 wouldn't have to be going through all this work
14 but -- so I just wanted to review it to make sure I
15 was familiar with it and the time line, because I
16 can't sometimes remember what happened yesterday,
17 much less three and a half years ago. So --

18 Q. What other efforts -- aside from reviewing
19 the documents that you discussed, what other
20 efforts did you embark on in preparing for today's
21 deposition?

22 A. That's all.

23

24

1 (Whereupon, KB Deposition
2 Exhibit 7 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. I'll show you what's been marked as
6 Exhibit No. 7 to your deposition. This is ACE's
7 responses to the College of DuPage's requests to
8 admit.

9 My question is, do you have any reason to
10 disagree with the answers provided in ACE's
11 answers?

12 A. No.

13 Q. Mr. Bump, you previously testified that
14 you became employed -- first became employed at ACE
15 in April of 2012.

16 What did you do prior to your employment
17 with ACE?

18 A. Do you want the whole list?

19 Q. Yes.

20 A. So I owned a martial arts school for
21 30 years.

22 I worked -- in 2008, the economy kind of
23 took a downturn. So I took on a second job with
24 Philip Morris installing cigarette fixtures in

1 7-Elevens, places like that.

2 And then, that was only a contract. So it
3 ran out after a period of time. And then, I worked
4 with Aflac for a little while.

5 Q. Prior to your employment with ACE, had you
6 had any previous dealings in the surgical assisting
7 field?

8 A. No. It was just -- the reason they
9 brought me on was my sales experience.

10 Q. Prior to your employment with ACE, had you
11 had any previous dealings in the medical field?

12 A. Other than needing a doctor every once in
13 a while, no.

14 Q. All right. Let's -- this must be the
15 original. Is this what --

16 A. Yes.

17 Q. Okay.

18 A. Can I elaborate on the last question?

19 Q. Go ahead.

20 A. So I was brought on not to have any
21 association or involvement in the training of
22 the -- or creation of curriculum. I was brought on
23 basically to do sales.

24 So that was -- my first role was as a

1 salesperson, and then, I moved up to VP of sales
2 and marketing.

3 Q. Prior to your employment with ACE, had you
4 had any previous dealings with academic
5 institutions?

6 A. No.

7 Q. Have you ever had an ownership interest in
8 ACE?

9 A. No.

10 Q. Have you ever served as a corporate
11 officer of ACE?

12 A. No.

13 Q. When did you become vice president of
14 sales and marketing?

15 A. About two years ago. I don't know the
16 exact date. It's been about two years.

17 Q. Sometime in 2015?

18 A. Yes.

19 Q. Dan is your brother, is that right?

20 A. Yes.

21 Q. And prior to your ACE employment, Keith,
22 did you -- were you familiar with the nature of
23 ACE's business?

24 A. Yes.

1 Q. And describe for me your knowledge of
2 ACE's business prior to your employment with ACE.

3 A. Well, I mean, other -- just basically what
4 he would tell us on family visits, because it's not
5 like I converged with Dan on a daily basis at that
6 time. It was an annual get-together.

7 And it was just that he took -- he trained
8 OR nurses and surgical techs to become first
9 assists in surgery. And at that point, I didn't
10 really know what a first assist was. That all came
11 about once he needed a new salesperson and I needed
12 a new position. So we kind of met in a meeting of
13 the minds for that reason.

14 Q. In April 2012, when you joined ACE as a --
15 salesman?

16 A. Yes.

17 Q. What were your duties and
18 responsibilities?

19 A. Well, at first, it was just sales and to
20 create -- because what I did -- I went -- when I
21 worked for -- or I had my own company, American --
22 ATA Black Belt Academy, we would do -- we went to
23 all kinds of sales programs.

24 And so I learned a lot about how to write

1 sales scripts. And that was attractive to Dan,
2 because they didn't really have good sales scripts.
3 So --

4 Q. What is a sales script?

5 A. You know, when someone calls in, this
6 is -- you need to stay within this script.

7 So what that does is, it helps us to track
8 how people are enrolling. If one person says this
9 thing and another person says this thing, and then,
10 this person is doing well, but this person is not,
11 we don't know whether it's because he's just got a
12 better -- he said something better or he's better
13 at saying the same thing.

14 So we just need -- we needed that kind of
15 continuity in the sales approach. So that's the
16 main reason I was brought on.

17 And actually, I worked for about three
18 months on a trial basis. And then, after that,
19 they wanted me to move out to Denver, but I didn't
20 want to move to Denver. So they let me just
21 continue my work in Virginia and just travel back
22 and forth when I needed to.

23 Q. How else were you going to increase ACE's
24 sales, aside from working on the sales scripts?

1 A. Well, we did several things. We worked on
2 the sales scripts. We had an employee that needed
3 to be trained.

4 So we did a lot of training on the sales
5 scripts, coaching them during their phone calls --
6 or not during the phone call, but after they
7 finished the call, I would listen to it and be able
8 to coach them on that.

9 The second thing is, we put some things in
10 place that they didn't have. Like they had -- if a
11 person called in, they'd take their information,
12 and the only way to communicate with that person
13 would be through individual e-mails or to call
14 them.

15 And so we put in Infusion software. I
16 don't know if you've ever heard of that.

17 Q. I have not.

18 A. So what that does is, it gives you a
19 database. And you can put together an e-mail and
20 send it to everybody at one time, rather than
21 having to type out 500 individual e-mails.

22 So we made it where it was a lot more
23 user-friendly. So you know, if we can reach out to
24 500 people in a day, rather than 50, we should be a

1 lot more -- get a lot more success with that.

2 Q. When you became vice president of sales
3 and marketing in -- sometime in 2015, what new
4 responsibilities did you have with ACE?

5 A. Just -- I handled all the website. So we
6 created a new website. I work with the company
7 that handles the website. Any issues with that, I
8 handle that. I do all the layouts for the e-mails
9 that we send out.

10 So basically, I -- instead of just doing
11 sales myself, I oversee -- and of course, right
12 now, there's nobody to oversee, but we put that in
13 place, because we feel like we're going to be
14 creating a department.

15 And so I handle the website. I handle all
16 the Infusionsoft e-mails, creation of those. I
17 handle all the leads that come in, getting those
18 into the Infusionsoft. I create campaigns.

19 So another thing that Infusionsoft does
20 is, when -- instead of me having to create an
21 e-mail and hit send for every one that comes in,
22 now, with Infusionsoft, I can create a campaign. I
23 tag that and a series of things happen based on how
24 that person responds.

1 Q. During the course of your employment, has
2 ACE ever entered into consortium agreements with
3 academic institutions?

4 A. No, but we were on -- when we met with
5 College of DuPage, we had -- within the same
6 weekend, in the same area, we had met with four
7 other -- three other colleges, one of them being
8 College of the Lake. Do you know College of the
9 Lake? It's about 30 miles from COD.

10 And I don't even think we've ever even
11 discussed this, but they were interested in moving
12 forward, but then, we met with College of DuPage,
13 and things moved so quickly with College of
14 DuPage -- we met with them on November the 19th.

15 Before we left the parking lot, they
16 called and said we want you to meet with the
17 associate dean tomorrow. Within a month, we were
18 having a Skype call.

19 And one of the things with -- in this --
20 the meeting with the associate dean was, if they
21 were going to move forward, they wanted a 50-mile
22 radius exclusivity, because -- and the reason being
23 was not that they didn't want to compete with other
24 colleges, but they didn't want to have to compete

1 with other colleges for clinical space for their
2 students to get spaces in hospitals.

3 So based on that communication, we didn't
4 follow up with College of the Lake.

5 Q. Your -- the discussion you just testified
6 to about the 50-mile radius --

7 A. Yes.

8 Q. -- that was -- that pertained to College
9 of the Lake?

10 A. College of DuPage asked for a 50-mile
11 radius. So we didn't -- we stopped communicating
12 with College of the Lake.

13 Q. Did -- after the proposed ACE/COD
14 consortium fell apart, did ACE -- did you or anyone
15 at ACE reach back out to College of the Lake about
16 a proposed consortium?

17 A. No, because 14 -- what was it? It wasn't
18 14 months. It was 10 months later.

19 I didn't think that they would be
20 interested, since we dropped them. We said no, we
21 don't want to do business with you, because we've
22 got this other college that's bigger that we feel
23 is -- it's more in our interest to work with that
24 wants exclusivity.

1 And the reason I never brought that up in
2 the past is because it didn't affect -- it didn't
3 affect what they did. It didn't affect how we
4 reacted to it. So --

5 Q. You just testified that there -- you met
6 with -- well, ACE met with three or four other
7 colleges. You identified College of the Lake as
8 being one of those colleges.

9 Was Illinois Community College another
10 college in Illinois?

11 A. I don't think so. Rockville College was
12 one of the other ones. That's in Rockville.

13 Q. Rockford?

14 A. Rockford, yeah.

15 Q. In Rockford, Illinois?

16 A. It's been so long, I'm sorry, but I don't
17 have all my presentations from back then.

18 Q. Do you recall any other colleges' --

19 A. I couldn't think of --

20 Q. -- names?

21 A. -- any of the other names. That's why I
22 didn't --

23 Q. All right. Well, let's break it down.
24

1 (Whereupon, KB Deposition
2 Exhibit 8 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. Keith, I show you what's been marked as
6 Exhibit 8 to your deposition. Do you recognize
7 that e-mail?

8 A. Yes.

9 Q. Can you describe it for me?

10 A. So this is a conversation, I think, that
11 happened back and forth between Kyle Black and I,
12 because his team was setting up the appointments to
13 work with colleges. And I --

14 Q. Who is Kyle Black?

15 A. Kyle Black was the executive director of
16 Your Extra Hands Surgical Services.

17 Q. What was the nature of Your Extra Hands
18 Surgical Services' business?

19 A. They have a couple of different models.
20 They had a group of surgical assistants that
21 would -- they would outsource to hospitals. So do
22 you want me to explain how that works?

23 Q. No. I know what it --

24 A. Okay.

1 Q. I know how it works.

2 A. So -- and they had a new model, which is
3 called end-sourcing; whereas, a lot of times,
4 hospitals like to keep control of the surgical
5 assistants -- they like the financial side of
6 outsourcing, because they don't have to pay those
7 employees, but they don't have a lot of control.

8 If a -- if they have a case that
9 outsourcing -- outsourced surgical assistants work
10 on, those people just show up, they work the case,
11 and they go home; whereas, if they're in-sourced,
12 they're still hospital employees, and then, Your
13 Extra Hands Surgical Services -- can I just say
14 YEHSS?

15 Q. Yes.

16 A. So YEHSS --

17 Q. Y-E-H-S-S, we'll use as the acronym for
18 Your Extra Hands Surgical Services, Inc.

19 A. So on the in-sourcing model, the hospital
20 still retained employment of the surgical techs
21 slash surgical assistants -- and the reason I say
22 that is because they can be used in a dual role
23 then.

24 When they need them as a surgical tech,

1 they can use them as a surgical tech. When they
2 need them as a surgical assistant, they can put
3 them in there for that.

4 Q. Do you know how YEHSS and ACE came about
5 to form a potential partnership?

6 A. So Dan had done some training for the
7 ACE -- I'm sorry. I should say ACE had done some
8 training for the surgeon-owned YEHSS. So he had a
9 relationship with the surgeon that owned YEHSS.

10 Q. Is the surgeon John Atwater?

11 A. Yes. And through that relationship, he
12 had done training.

13 Now, they came upon a situation, where as
14 they start in-sourcing these people, the hospitals
15 have a lot of surgical techs but need surgical
16 assistants. So he needed somebody to go in, and
17 once they get that in-sourcing contract, to train
18 the surgical assistants.

19 He started paying ACE to do that. And he
20 decided -- or Dan and he decided together that it
21 would be a great relationship to, instead of him
22 having to pay for that training, that ACE would do
23 it at no charge but would get a piece of the back
24 end.

1 Q. Do you remember, Keith, when you first met
2 Kyle Black?

3 A. I don't remember the exact date, but it
4 was shortly -- I mean, right there when I started
5 working, because that was one of my first trips out
6 to Denver was that I met Dan in Bloomington to meet
7 Dr. Atwater and Kyle Black. I couldn't even guess
8 at what that date was, though.

9 Q. Let's go back to the exhibit with Illinois
10 Community College.

11 Do you recall how -- well, how ACE came to
12 interact with Illinois Community College?

13 A. So Kim Watterson was a YEHSS employee. So
14 once -- we already had this other agreement for us
15 to receive a piece of their business if we trained
16 any of their people.

17 So they wanted another agreement that
18 says, if they get us a consortium or if they even
19 introduce us to somebody, and then, I go do the
20 sales part of it, then they would get that same
21 amount on consortiums for future business.

22 So Kim Watterson was very good at going
23 out and speaking to people and gaining interest in
24 ACE.

1 And I think it was like four or five
2 appointments over a week -- over a two or three-day
3 period that we did.

4 I don't know -- I'm not sure if this one
5 happened at the same time. I think I had to go
6 back for this one, if I'm -- I'm starting to
7 remember that the guy that was in charge of this
8 program was also a surgical assistant, if I'm
9 remembering correctly. And that's how they knew
10 him.

11 Q. Did you ever meet, Keith, with anyone at
12 the Illinois Central College about a proposed
13 consortium?

14 A. I don't believe I did. I think Kyle might
15 have. And here's why.

16 I went out there as -- the same trip when
17 we went to College of DuPage, if I'm remembering
18 correctly, if this is the same one I'm thinking
19 of -- I mean, I wouldn't swear to it, but if I
20 remember correctly, his mother died or something
21 happened and he couldn't be there.

22 So Kyle ended up doing this presentation
23 on his own. And that's why I couldn't remember
24 this --

1 Q. Do you recall ever speaking with someone
2 over the phone from --

3 A. I did.

4 Q. -- the Illinois Central College?

5 A. I do remember speaking with this gentleman
6 over the phone.

7 Q. Do you recall when it was? Was it on or
8 about or around the time of November of 2013?

9 A. I couldn't even guess. I didn't look at
10 this to prepare for today. So I don't know.

11 Q. How many times did you speak with this
12 gentleman?

13 A. I think twice.

14 (Whereupon, KB Deposition
15 Exhibit 9 was marked for
16 identification.)

17 BY MR. ROCHE:

18 Q. I show you what's been marked as
19 Exhibit 9. To help refresh your recollection,
20 Keith, why don't you just take a look and read that
21 e-mail?

22 It is an e-mail dated January 26, 2014.
23 Do you recall what ultimately happened between
24 ACE's relationship or proposed consortium with the

1 Illinois Central College?

2 A. I know something happened and it didn't go
3 through. And it may have been they wanted CAAHEP
4 accreditation. It may have been that they wanted
5 us to be CAAHEP accredited.

6 I think that that was an issue for this
7 guy, because the AST really -- which is Association
8 of Surgical Technologists really pushes for CAAHEP
9 accreditation.

10 AST, ASA, CAAHEP, they're all kind of like
11 brother/sister organizations. And this guy was, I
12 think, a board member -- not a board member but
13 like a -- like an officer of the AST. So it was a
14 personal thing for him that it be CAAHEP
15 accredited.

16 Q. I believe you testified you spoke to this
17 individual twice over the phone?

18 A. Yes.

19 Q. Do you recall -- well, strike that.
20 During either of these conversations, was there
21 ever a discussion as to what the approval process
22 would be for Illinois Central College to enter into
23 a proposed consortium with ACE?

24 A. No, because it had to get past him first,

1 and he wasn't all that interested, if I remember
2 correctly. I mean, it's three years ago. So I'm
3 just doing my best to try to pull those memories
4 out.

5 (Whereupon, KB Deposition
6 Exhibit 10 was marked for
7 identification.)

8 BY MR. ROCHE:

9 Q. Just real quickly, was the individual --
10 well, I show you what's been marked as Exhibit
11 No. 10, Keith, to your deposition.

12 Was the individual that you're referring
13 to Bill Hammer?

14 A. Yes.

15 Q. Got you. Okay.

16 (Whereupon, KB Deposition
17 Exhibit 11 was marked for
18 identification.)

19 BY MR. ROCHE:

20 Q. Back to Illinois Central College real
21 fast.

22 Do you recall if you met with Illinois
23 Central College or Bill Hammer -- strike that.

24 Do you recall if you spoke with

1 Bill Hammer at Illinois Central College before you
2 communicated with anyone at the College of DuPage?

3 A. No. I believe that was after.

4 Q. Okay. Exhibit No. 11, Keith, do you
5 recall how the potential consortium with -- well,
6 strike that.

7 Do you recall this e-mail, this e-mail
8 communication?

9 A. Which one are you looking at?

10 Q. The one dated February 28, 2014.

11 A. Okay. Can you ask the question --

12 Q. Do you remember this e-mail at the bottom
13 half of the first page from Mary Sullivan to you
14 discussing the results from the board meeting?

15 A. I don't recall this, but obviously, it
16 happened. And I wouldn't expect to recall
17 everything from back then. So I'm --

18 Q. Do you recall ever trying to enter into a
19 proposed consortium with an entity called The
20 Southern Illinois Collegiate Common Market?

21 A. No.

22 Q. Do you recall who Mary Sullivan was
23 affiliated with?

24 A. Oh. Now, I remember when you say

1 Mary Sullivan. She was a consortium herself. So I
2 just didn't recognize the name that you said.

3 So what they were is a consortium of
4 school -- of other schools. She wasn't a school.
5 She was a consortium of schools that had like five
6 other schools in her consortium.

7 So we did speak to her about almost like
8 joining her consortium and being able to provide --
9 because she did surgical tech programs in the other
10 schools. And she may have done some other types of
11 programs, too, but she did several surgical tech
12 programs.

13 So it's a natural progression for surgical
14 techs to go on to become surgical assistants at
15 some point.

16 And it may even develop her program
17 further, because some people may not go to school
18 to become a surgical tech and have an outcome of,
19 say, \$42,000 a year, which is the national average,
20 but they may enter into a surgical tech program,
21 knowing that they can go on to a surgical assisting
22 program and make upwards of \$200,000 a year.

23 Q. Back to Mary Sullivan, she was a con -- I
24 think you said she was a consortium?

1 A. Yes.

2 Q. Was she --

3 A. She owned the consortium.

4 Q. Was she the equivalent of Dan Bump for
5 surgical techs? Did she have her own corporate
6 entity that --

7 A. I don't remember.

8 Q. -- provided surgical tech programs to
9 academic institutions?

10 A. So if I'm remembering right, she would go
11 to -- it would be like our original -- with
12 College of DuPage, the original idea that they
13 would have a program for surgical assistants that
14 would be run by ACE.

15 Well, that's what she did. Different
16 colleges had surgical tech programs that was run by
17 her. So they didn't have to have any staff to
18 teach the course. She had staff that did that.

19 Q. Okay. Do you remember having any
20 communications with Mary Sullivan?

21 A. Yeah, on several occasions. I know there
22 was -- we originally spoke with her on the phone --
23 we never met with her in person. It was all over
24 the phone.

1 We originally spoke with her on the phone.
2 She really liked the idea. I really don't know --
3 I don't remember why -- I mean, I know that there
4 was a reason why that she didn't want to move
5 forward.

6 I don't know if the individual colleges
7 didn't want a surgical assisting program or she
8 thought that was going to be too much for her, but
9 I know there was some discussion around those two
10 issues.

11 Q. Do you remember when you first spoke with
12 Mary Sullivan?

13 A. I don't.

14 Q. Do you remember if it was before any --

15 A. It was after.

16 Q. -- interaction with College of DuPage or
17 afterwards?

18 A. It was after.

19 Q. It was after? All right. In connection
20 with the discussions, Mr. Bump, between ACE and the
21 Illinois Central College, did ACE supply Illinois
22 Central College with ACE's curriculum?

23 A. Like the master curriculum or the -- I'm
24 pretty sure we provided them with the program

1 catalog but not the master curriculum.

2 Q. All right. And do you recall if ACE
3 required a confidentiality agreement to be entered
4 into with the Illinois Central College before ACE
5 transmitted the program catalog?

6 A. No.

7 Q. Did ACE ever communicate to the Illinois
8 Central College that the program catalog was
9 confidential to ACE?

10 A. No. I didn't. Kyle Black may have, but
11 he was communicating with them.

12 Q. Was Kyle Black an employee of ACE?

13 A. No.

14 Q. Do you recall any instances in which ACE
15 communicated to the Illinois Central College that
16 the program catalog was confidential ACE
17 information?

18 A. Not that I recall.

19 Q. Do you recall if ACE transmitted its
20 self-study to the Illinois Central College?

21 A. We did not.

22 Q. You did not. Did ACE transmit any
23 information relating to budgetary information to
24 the Illinois Central College?

1 A. We did not.

2 Q. Did ACE transmit the ACE workbook to
3 Illinois Central College?

4 A. We did not.

5 Q. Did ACE grant on-line access to ACE's
6 web-based platform to the Illinois Central College?

7 A. No.

8 Q. How about communications with
9 Mary Sullivan?

10 Did ACE transmit the program catalog to
11 Ms. Sullivan?

12 A. The catalog, yes.

13 Q. Did ACE require a confidentiality
14 agreement be in place before transmitting the
15 program catalog?

16 A. No, not that I recall.

17 Q. Did ACE communicate in any way that the
18 information in the pro -- contained in ACE's
19 program catalog was confidential information to
20 ACE?

21 A. Not that I recall.

22 Q. Did ACE transmit the master curriculum to
23 Mary Sullivan?

24 A. No.

1 Q. Did ACE transmit ACE's self-study to
2 Mary Sullivan?

3 A. No.

4 Q. Did ACE transmit any information -- any
5 budgetary information to Mary Sullivan?

6 A. No.

7 Q. Did ACE transmit ACE -- or the ACE
8 workbook to Mary Sullivan?

9 A. No.

10 Q. Do you -- did ACE grant on-line access to
11 ACE's web-based platform to Mary Sullivan so she
12 could view it?

13 A. No.

14 Q. Do you recall how ACE first came into
15 contact with the College of DuPage?

16 MR. ROCHE: Well, actually, let's take a break.

17 (A short break was taken.)

18 BY MR. ROCHE:

19 Q. Keith, prior to the proposed -- well,
20 prior to the first meeting with the College of
21 DuPage, aside from Illinois Central College and
22 Mary Sullivan and her consortium, and then, the
23 other institution you referenced earlier, had ACE
24 been involved in any discussions with any academic

1 institution about entering into a proposed
2 consortium?

3 A. Not since I had been there. I know that
4 they may have talked to other colleges before I had
5 been there but not since I had been there.

6 Q. Not since April -- approximately April of
7 2012?

8 A. Is it April 2 --

9 Q. When you first joined ACE.

10 A. Oh. Correct. Yes. I'm sorry. I take
11 that back. My memory lapse just fixed itself.

12 I was talking with -- in Virginia,
13 Fortis -- Fortis College, but it was a back and
14 forth. It never came to anything either. So --

15 Q. Can you spell it?

16 A. F-o-r-t-i-s.

17 Q. And you were in communications with
18 individuals at Fortis prior to the first
19 interaction with --

20 A. Correct.

21 Q. -- the College of DuPage?

22 A. Yes.

23 Q. During any of those communications,
24 Mr. Bump, were there ever any discussions of the

1 approval process that Fortis would have to go
2 through to enter into a consortium with ACE?

3 A. They had set up a meeting for me to meet
4 with the campus president.

5 And then, there were some staff changing
6 at the lower level. So the person that I was
7 talking with wasn't in charge of that anymore. So
8 it just kind of fell through.

9 Q. And was that the extent of --

10 A. That was --

11 Q. -- your communications with Fortis?

12 A. The only thing I ever communicated with
13 them was that proposal that you saw for Illinois.
14 There was never any like program catalog or
15 anything that got sent to them. So it was very
16 early stage conversation.

17 Q. Was there ever any discussion about the
18 internal approval process that Fortis would have to
19 embark upon if it were to enter into --

20 A. Other than --

21 Q. -- consortium with ACE?

22 A. I'm sorry. Other than that I would need
23 to meet with the president next.

24 The person that I spoke with liked the

1 concept, but he would put me in touch with the
2 president. And there was an appointment set up,
3 again, but it kind of fell through.

4 Q. Let's discuss ACE's relationship with COD.
5 How did ACE first come -- become aware that COD was
6 interested in a surgical assistant program?

7 A. Well -- so there was never any awareness
8 that they were interested in a program.

9 It was because we were involved with
10 YEHSS, Kyle Black put Kim Watterson -- go out and
11 meet with some people at colleges and find out if
12 there's any interest. You know, here's what we're
13 trying to do. See if you can make some
14 appointments and Keith and I will meet with them.

15 And she's the one that got all the
16 appointments with those colleges that we met with
17 in the central Illinois area.

18 Q. What was Kim's role at YEHSS again?

19 A. She was one of the outsourced surgical
20 assistants, but I guess she had some -- I mean, she
21 had grown up there. She knew a lot of people in
22 the area.

23 So she had some contacts that were able to
24 get her in touch with the right people. I don't

1 know who those contacts are. So --

2 Q. Did you and Kyle travel and meet with
3 Kathy Cabai in November 2013?

4 A. Yes.

5 Q. Prior to the meeting with Kathy Cabai, had
6 you had any communications with Kathy?

7 A. Not other than what the -- when Kim
8 reached out to her.

9 Q. You, personally?

10 A. No.

11 Q. No?

12 A. No. I didn't know who she was.

13 Q. Any communications via e-mail?

14 A. No.

15 Q. Telephone?

16 A. No.

17 Q. Okay. Describe to me this meeting -- do
18 you recall the date?

19 A. November 19th.

20 (Whereupon, KB Deposition
21 Exhibit 12 was marked for
22 identification.)

23 BY MR. ROCHE:

24 Q. Keith, this is Exhibit 12. Did you

1 prepare this document?

2 A. No. This was actually prepared by
3 Maggie Parrish, but with all -- she wrote it, but
4 with all the -- with some direction from me and all
5 the e-mails that I had forwarded to her at the time
6 when we started on this.

7 Q. Describe this document for me.

8 A. It's basically a walk-through -- a time
9 line of important things that happened, when they
10 happened, and e-mails that we should look at on our
11 server if we needed to look back to or remind
12 ourselves of that incident.

13 Q. The third col -- the third line -- the
14 third row, I guess, is 1-3nov.doc?

15 A. Right.

16 Q. Do you see that?

17 A. Yes.

18 Q. What does 1- -- what does that stand for?

19 A. So we just numbered the documents. And
20 now, looking back at it, I wish we'd numbered it
21 like the date, because those are not the dates.

22 Q. So the 1-3november.doc, that doesn't
23 reference a communication or anything on
24 November 3rd --

1 A. No.

2 Q. -- is that right?

3 A. No.

4 Q. Okay. Let's go back. The first meeting,
5 I believe you testified, was November 19, 2013?

6 A. Yes.

7 Q. Who was present during this meeting?

8 A. Kathy Cabai, myself, and Kyle Black.

9 Q. Do you recall where this meeting occurred?

10 A. So she gave -- when we first arrived, she
11 gave us a tour of the surgical tech kind of area
12 where they teach the surgical techs.

13 And then, we went into -- I believe it was
14 like one of their teaching rooms. It wasn't her
15 office, because it was too small. One of the
16 teaching rooms. So it had equipment set up that
17 they would use to teach their surgical techs.

18 Q. The meeting occurred at College of
19 DuPage's --

20 A. Yes.

21 Q. -- campus?

22 A. Yes.

23 Q. What was discussed?

24 A. So it's -- basically, we just went through

1 the presentation that you saw for Illinois State
2 College. We just walked right through it and
3 talked about --

4 Q. Are you referring to the proposal?

5 A. Yes. So that was set up as a presentation
6 on my laptop, as well, or on my iPad. I don't
7 remember which one I used, but we basically walked
8 through there, the benefits of -- and she already
9 knew the benefits of a surgical assisting program,
10 because she was an RNFA. And so she knew the
11 benefits.

12 She liked the idea of not having to come
13 up with it from scratch, that they can take an
14 existing program and be able to use that, rather
15 than having to -- I mean, it's a monumental task to
16 start from scratch and build a program.

17 And then, the end result was that she was
18 going to schedule an appointment with the associate
19 dean, Karen -- I can't remember Karen's last name
20 off the top of my head but --

21 Q. Was it Karen Solt, S-o-l-t?

22 A. Yeah, Solt. Yes. And so that was
23 something she was going to do. And I was probably
24 going to have to come back, because I live in

1 Virginia, and of course, it's in Illinois.

2 And before we even left the parking lot,
3 she called me and said, hey, we got you an
4 appointment tomorrow so that you can meet with her.

5 So we shifted our schedule around, because
6 we had some other meetings that next day. So we
7 shifted around to be able to meet with them the
8 next morning.

9 Q. For the November 19th meeting, was there
10 any discussion about the approval process that the
11 College of DuPage -- that Kathy would have to
12 obtain in order to enter into a consortium with
13 ACE?

14 A. Typically, on a first meeting, you don't
15 talk about the whole approval process. You talk
16 about next steps. And so the next step was the
17 meeting with the associate dean.

18 Q. On November 20th?

19 A. Yes. That wasn't set when we left her
20 office, but she called us before we left the
21 parking lot and said we're meeting tomorrow.

22 Q. Was -- during the November 20th meeting
23 with Karen Solt, Kathy Cabai, yourself, and
24 Kyle Black, was there a discussion about the

1 approval process that Kathy Cabai would have to go
2 embark upon in order to have this consortium go
3 forward?

4 A. Well, the only other step would be to get
5 it approved by the dean, and then, of course,
6 putting the -- putting it through the College
7 system to get the -- now, are we talking about
8 getting the curriculum approved or are we talking
9 about getting the idea to move forward approved?

10 Q. Both.

11 A. There's two different things there.

12 Q. Both. And my question is, were there
13 any -- do you recall any discussions during the
14 November 20th meeting about getting the curriculum
15 approved and getting also the internal approvals
16 necessary?

17 A. So the internal approvals necessary would
18 be -- the only thing next would be getting it
19 approved by Tom, the dean.

20 So you've got Kathy, which is the program
21 director, and you've got Karen, which is the
22 associate dean, and then, you've got Tom -- I can't
23 remember his name off the top of my head, but he's
24 the dean.

1 So after the meeting -- we talked about
2 getting the meeting with Tom. And then, after
3 that, if I can look at my -- there was a Skype
4 call --

5 Q. Yes.

6 A. -- that was going to be arranged.

7 Q. Yes.

8 A. So that was the next piece of the
9 approval.

10 Q. Was there -- just focus on the question,
11 if you don't mind, but during the November 20th
12 meeting, was there a discussion about --

13 A. The whole approval?

14 Q. -- Kathy Cabai needing to obtain approval
15 from Tom Cameron to move forward with the ACE
16 program?

17 A. Yes.

18 Q. During -- and that discussion did not
19 occur at the November 19th meeting, is that right?

20 A. No.

21 Q. The first time any discussions about any
22 approval requirements, that occurred during the
23 November 20th meeting?

24 A. Other than the next step being meeting

1 with the -- correct.

2 Q. With Karen?

3 A. Correct.

4 Q. Okay. So let's now go discuss the
5 November 20th meeting. Who was present at that
6 meeting?

7 A. All I remember, as far as who was present,
8 were probably the people that spoke. And I don't
9 know if there was any -- because it didn't end up
10 being a Skype call. So nobody was on face-to-face.
11 So it ended up being just a conference call.

12 So the only people I remember would be
13 myself, Kyle Black, Dan Bump, Kathy Cabai,
14 Karen Solt, and Tom. And I believe there was -- it
15 seems like there was someone else.

16 Q. Are you referring to the conference call?
17 I'm -- or is this what happened on November 20th?

18 A. No, no, no. I'm sorry. I thought you had
19 asked --

20 Q. No. I want to know about --

21 A. -- who was present --

22 Q. -- everything about the November 20th
23 meeting.

24 A. Okay. I'm sorry.

1 Q. So let's --

2 A. I thought we had moved forward.

3 Q. No, I apologize. I apologize. So
4 November 20th, did you meet at the College of
5 DuPage again?

6 A. Yes.

7 Q. Who did you meet with?

8 A. Karen -- it was Kyle Black, Karen Solt,
9 myself, and Kathy Cabai.

10 Q. What was discussed?

11 A. Basically, the same thing. So we just
12 reiterated everything that we spoke about in the
13 19th meeting so that the associate dean could hear
14 the same information.

15 Q. Did you present the proposal --

16 A. Yes.

17 Q. -- to Karen Solt?

18 A. Yes.

19 Q. What was her reaction?

20 A. She loved the idea, but it needed to be
21 discussed with Tom.

22 Q. Did -- do you recall -- strike that. Were
23 there any discussions about obtaining approval from
24 the board of trustees at the College in order to

1 move -- in order to enter into a consortium with
2 ACE?

3 A. We didn't get -- we didn't have that
4 discussion that day.

5 I remember there being a discussion
6 about -- from Kathy Cabai about a board of trustees
7 meeting. And Kyle Black and I were going to be
8 there for that, but that was later in -- a little
9 bit later in the process. I'd have to look here
10 and see. Do you want to move to that or --

11 Q. No.

12 A. Okay.

13 Q. During the November 20th meeting, were
14 there any discussions about the College needing to
15 obtain approval from the legal department to enter
16 into a consortium with ACE?

17 A. No, only on language. So --

18 Q. What do you mean by that?

19 A. They need -- the legal department would
20 look at the language of the contract, just to
21 protect and make sure that we're not putting any
22 language in that would hurt the College, not
23 that -- that Tom was the approval for the actual
24 program and legal just has to approve the language

1 of the contract.

2 Q. That discussion occurred during the
3 November 20th meeting?

4 A. No. No. I don't --

5 Q. It didn't? Did it occur --

6 A. They really just said we have to run it
7 through legal.

8 Q. Did it occur at some point in time?

9 A. I think the only time that it occurred was
10 when we asked for the contract.

11 Q. When was that, if you remember?

12 A. Well, we sent -- I sent it to them
13 originally on -- right after the first meeting,
14 because they asked for all that stuff. And then --
15 I don't remember the date. Dan resent it to them.

16 And then, we asked for the contract before
17 Kathy was coming to the lab. And the two things
18 that -- it was still going through legal and that
19 Karen was out of town was the reason they weren't
20 going to be able to get it to us before the lab.

21 Q. Back to the November 20th conversation, do
22 you recall anything else that was discussed?

23 A. No, it was just that proposal. That's why
24 I have those things, so that I can go back and

1 remember -- you know, I don't like to discuss
2 things like that without any bullet points, so I
3 know what I discussed, I don't go off of the script
4 for that.

5 Q. Let's go back to the complaint in this
6 case, which is Exhibit 2. And if you could turn to
7 Exhibit A.

8 Do you recall sending that e-mail on or
9 about November 21st --

10 A. Yes.

11 Q. -- 2013, Keith?

12 A. Yes.

13 Q. And what -- you'll notice that there were
14 some attachments to this e-mail you sent?

15 A. Correct.

16 Q. Can you identify what those attachments
17 were?

18 A. It was the proposal, the consortium
19 agreement, and I'm trying to remember what else.
20 The non-disclosure and the ACE master curriculum
21 and the program catalog.

22 Q. Where does it identify the
23 non-disclosure --

24 A. I --

1 Q. -- PDF?

2 A. As far as -- I know it's in the wording.
3 So I didn't -- when I re-looked at the e-mails, I
4 saw that there was a non-disclosure attached to
5 this, but I didn't have that attachment. Does it
6 not say that in the e-mail or --

7 Q. No, it does not. The e-mail attached as
8 Exhibit A to the complaint has collegeofdupage.pdf.
9 Do you see that?

10 A. Okay. Yes.

11 Q. Do you know what document that was?

12 A. That's the proposal.

13 Q. If you turn to the next page, is that the
14 document --

15 A. It is.

16 Q. -- you're referring to?

17 A. Yes.

18 Q. The next PDF is the consortium agreement.
19 Do you see that?

20 A. Yes.

21 Q. Is that the written contract that we've
22 discussed?

23 A. Well, I think probably because the
24 non-disclosure might have been included in the

1 consortium agreement, like a non-compete.

2 I haven't reviewed that. So I'm not
3 100 percent sure on that. I'm just looking at the
4 walk-through. It says consortium agreement,
5 non-disclosure, ACE master curriculum, and
6 ACE program catalog.

7 Q. You're referring to Exhibit 12?

8 A. Yes.

9 Q. So Keith, is it your testimony as you sit
10 here today that the non -- that a non-disclosure
11 agreement was part of this attachment that was sent
12 on or about November 21, 2013?

13 A. That's what are in my notes. I can't
14 remember that far back. So we have notes. So I'm
15 assuming that the notes are correct. And it would
16 be a standard practice to send that at the time
17 when we're sending the information that we sent.

18 Q. Well, you testified earlier that the --
19 when you sent the program catalog to the Illinois
20 Central College, you did not request a
21 confidentiality agreement or a non-disclosure
22 agreement. Do you recall that testimony?

23 A. I do.

24 Q. Do you also recall the testimony that when

1 you sent the program catalog to Mary Sullivan, you
2 did not request a non-disclosure agreement?

3 A. I do.

4 Q. I'd have to show you -- give me a second
5 here. Could you turn to Exhibit 3, Keith?

6 A. Could you remind me what that is?

7 Q. Yeah. It's your -- or it's ACE's response
8 to College of DuPage's first request for production
9 of documents.

10 If you'd turn to Page 3, Request No. 9,
11 that's all attachments to the e-mail attached as
12 Exhibit A to the complaint. Do you see that?

13 A. Give me a second.

14 Q. Sure.

15 A. Okay.

16 Q. Do you see the answer, ACE1001 through
17 1068?

18 A. Yes.

19 Q. Okay. If you could look at Exhibit 6 to
20 your deposition, Keith, which is the program
21 catalog and the master curriculum and just identify
22 at the bottom of the page the Bates label.

23 A. At the front? In the front?

24 Q. Yeah, the first page through the end.

1 A. ACE0001, ACE 0 -- excuse me. 1058.

2 Q. Is there a non-disclosure agreement
3 anywhere in those documents?

4 A. No.

5 (Whereupon, KB Deposition
6 Exhibit 13 was marked for
7 identification.)

8 BY MR. ROCHE:

9 Q. I'll show you what's been marked as
10 Exhibit 13.

11 Is there a non-disclosure agreement in
12 those doc -- in that exhibit?

13 A. Can you give me a minute?

14 Q. Sure.

15 (Whereupon, KB Deposition
16 Exhibit 14 was marked for
17 identification.)

18 THE WITNESS: No.

19 BY MR. ROCHE:

20 Q. Let's look at Exhibit No. -- well, what is
21 that document? Do you recognize that document?

22 A. The consortium agreement.

23 Q. Why don't you take a look at Exhibit --
24 and can you identify the Bates numbers for that for

1 the record?

2 A. That is ACE1059 through ACE1062.

3 Q. I'll show you what's been marked as
4 Exhibit 14. Do you recognize that document?

5 A. Yes. It's the consortium proposal.

6 Q. And can you identify it by Bates number,
7 the contents -- or the range of the consortium
8 proposal?

9 A. ACE1063 through ACE1068.

10 Q. Is there a non-disclosure agreement within
11 that consortium proposal?

12 A. No, there is not.

13 Q. Let's go back to Exhibit A to the
14 complaint, Keith.

15 In this e-mail, do you state that the
16 material contained in the attachments is
17 confidential information to ACE?

18 A. Yes.

19 Q. And where is that?

20 A. Do I -- oh. Do I state it in the e-mail.
21 I'm sorry. I didn't understand the question.

22 Q. I'm sorry.

23 A. No, I do not.

24 Q. Did you communicate it on or around the

1 time you sent this e-mail, Keith, to Kathy and
2 Karen that the information contained in the
3 attachments was confidential ACE information?

4 A. I don't recall whether I did or not.

5 Q. All right. Back to the November 20th
6 meeting. Just a few questions.

7 During this meeting, do you recall, Keith,
8 if you gave any ACE -- strike that.

9 Do you recall during the November 20th
10 meeting if you provided to Kathy or Karen any
11 hard-copy materials of any ACE documents?

12 A. I don't believe I did. And that's why I
13 followed up with this e-mail, so they could have
14 the information that they -- the additional
15 information that they wanted.

16 Q. Do you recall Kyle Black ever providing
17 hard copies or handouts of --

18 A. On the 20th?

19 Q. During the November 20th meeting, yes.

20 A. The only handouts we would have -- now, I
21 believe I did have a consortium agreement with me.
22 So they probably did get a consortium agreement and
23 this consortium proposal. So those are the only
24 two things we would have given them hard copies of.

1 Q. At the November 20th meeting?

2 A. Yes.

3 Q. How about the November 19th meeting? Do
4 you recall giving any hard-copy materials of any
5 ACE documents during that meeting?

6 A. I don't have exact recollection, but I
7 believe we would have given them the consortium
8 proposal.

9 Q. Do you remember if Kyle gave any ACE
10 hard-copy documents, other than the proposal,
11 during the November 19th meeting?

12 A. No, he wouldn't have given them anything,
13 other than what I would have given them.

14 Q. During the November 19th meeting, do you
15 recall Kathy Cabai telling you her position at the
16 College of DuPage?

17 A. Yes.

18 Q. And what did she tell you?

19 A. She's the program director for the
20 surgical tech program.

21 Q. During the November 20th meeting, do you
22 remember Karen Solt telling you what her position
23 at the College of DuPage was?

24 A. I don't know if she told me -- us directly

1 or Kathy told us that she was the associate dean
2 for the health science department.

3 Q. During the November 19th meeting with
4 Kathy Cabai, was there any discussion about who
5 would actually be teaching the lab for the ACE/COD
6 consortium?

7 A. The original proposal included Dan. So we
8 did discuss that, that ACE would do basically
9 everything and all they would do is keep records
10 for their students and present a certificate at the
11 end of the program.

12 Q. What about the November 20th meeting? Was
13 there ever any discussion about who would be
14 teaching the lab?

15 A. I think it didn't change. Nothing changed
16 between November 19th and November 20th. I don't
17 know at what point that discussion started taking
18 place that she wanted to teach the lab.

19 Q. Let's move on to the third time you were
20 in contact with the College of DuPage.

21 And I think you testified that was --
22 occurred on a conference call with Karen, yourself,
23 Kathy, Kyle, Tom Cameron, and another person, whose
24 name --

1 A. Yeah, I don't --

2 Q. -- I don't believe you recall?

3 A. I don't remember who that other person
4 would have been.

5 Q. Would that person have been Jean Kartje?

6 A. That name doesn't sound familiar.

7 Q. Do you recall what --

8 A. It's possible but --

9 Q. Sure. Do you recall whether it was a male
10 or a female?

11 A. I don't.

12 Q. Do you recall what position he or she held
13 at the College of DuPage?

14 A. No. It just seemed like there was another
15 person that I couldn't remember.

16 Q. Do you remember the date when this
17 telephone conference call occurred?

18 A. I'm trying to look for that walk-through.
19 Here it is. December the 5th.

20 Q. You're going back to Exhibit 12, right?
21 Is that what --

22 A. Yes.

23 Q. -- you're using as a reference?

24 A. Yes.

1 Q. Do you recall what was discussed during
2 this call?

3 A. There was discussion of -- and I have a
4 vague recollection of that, but it seems to me the
5 delivery of the on-line program was the biggest
6 discussion.

7 Q. What do you mean by that?

8 A. Because we have a -- we have a
9 custom-built delivery system that we use for our
10 students. And the college uses Blackboard.

11 So if I remember correctly, that was --
12 the biggest part of that discussion was how we were
13 going to integrate with their Blackboard.

14 I'm not 100 percent sure, because it
15 was -- again, it was over three years ago so -- and
16 I know that there was going to be more
17 after-discussion.

18 So we discussed some things, and then,
19 they were going to -- you know, after we hung up,
20 they were going to continue the meeting to discuss
21 some -- discuss further.

22 Q. Did they identify what they were intending
23 to discuss further?

24 A. I don't remember, but I do remember

1 sending an e-mail to Karen to ask how the
2 after-discussion went. And she said their
3 discussion was great and they were ready to move
4 forward on their side.

5 Q. Was this the first time that you ever
6 interfaced with Tom Cameron?

7 A. Yes.

8 Q. Did Tom Cameron tell you what his position
9 was at COD?

10 A. I don't know if he -- I think there were
11 some introductions.

12 So it may have happened at that time, but
13 I think we already knew that through the
14 conversation with Karen and Kathy, because they
15 said that we were going to have to have Tom in the
16 conversation, because he was the dean of the health
17 science department.

18 Q. Were the terms outlined in the written
19 consortium agreement discussed during this
20 conversation?

21 A. I don't recall. I don't recall whether it
22 was or not.

23 Q. Did ACE make an offer during this
24 conference call?

1 A. I think the offer had already been made.

2 Q. What did the offer consist of?

3 A. What we had discussed earlier, that they
4 would charge the \$6,900 for the program, and then,
5 ACE would be doing basically all the work and we
6 would get 4,400 of that.

7 Q. Do you recall any other terms of the -- of
8 ACE's offer?

9 A. No.

10 Q. Was there ever a discussion about this --
11 whether the enrollment would be on a semester basis
12 or a monthly basis?

13 A. Well, I think we knew it was going to be
14 on a semester basis, because they're set up that
15 way.

16 I'm sure there was discussion. I don't
17 know when that happened, but it probably happened
18 prior to December, because Kathy was restructuring
19 the curriculum over Christmas break. So it had to
20 have happened before that so -- but I don't know
21 the exact date or if it was in this conference
22 call.

23 Q. Okay. Let's go to Exhibit 13, which is
24 the consortium agreement, Keith. If you could look

1 at the second page, 1060, which is the Bates
2 number.

3 Was there any discussion during this
4 conference call on December 5th about the number --
5 if you look at -- under Heading 3, Paragraph 2, was
6 there any discussion about agreement on the number
7 of students to enroll during the December 5th
8 conference?

9 A. So I don't really understand the question.
10 The number of students to enroll or what the
11 expectation was? I'm not sure --

12 Q. Was there ever a discussion -- just a
13 discussion on whether -- you know, the number of
14 students that would enroll during the November --
15 December 5th conference call?

16 A. I don't think, at that point, no.

17 Q. Was there any discussion about what's set
18 forth in Paragraph 5 concerning ACE's right to
19 contract with other colleges during this
20 December 5th conference call?

21 A. I'm not sure if -- there was a discussion,
22 but I'm not sure if it was in the December 5th
23 conference call or if it was in a later follow-up
24 call.

1 The discussion was about their concern
2 that if we had other colleges in the area on -- in
3 an agreement that there would be not enough
4 clinical space to handle that.

5 And when I say clinical space, as part of
6 the program, the students have to do clinicals in a
7 hospital. So they didn't want to be fighting over
8 that with another college that was -- they didn't
9 want us to create competition for them for clinical
10 space.

11 Q. If you look at Paragraph -- or Heading 4,
12 Paragraph 2, it states that the College will pay
13 ACE the amount of 4,380. Do you see that?

14 A. I do.

15 Q. Okay. Was there any discussion about that
16 amount being charged to COD during the December 5th
17 conference call?

18 A. I don't know that it was in the conference
19 call, but the only time that that discussion
20 started taking place was after Kathy wanted to
21 teach the lab, which is understandable, because if
22 she's going to be doing the work, then we should
23 receive less. If we're doing all the work, then we
24 should receive what the original agreement was.

1 So I don't remember if that was during
2 that call or at an earl -- we may have touched on
3 it in an earlier or later discussion, but I don't
4 know if it was on this call or not.

5 Q. Okay. If you look at Paragraph -- well,
6 Heading 5, was there any discussion during the
7 December 5th, 2013 telephone call about any
8 paragraphs in the term and termination provision of
9 this consortium agreement?

10 A. Not that I remember. I don't remember
11 even being involved in any conversation that had to
12 do with that.

13 Q. Was there any discussion during the
14 December 5th, 2013 conference call about the
15 approval process that COD had to embark upon in
16 order to get the ACE consortium up and running?

17 A. I don't think, at that point, no.

18 Q. Were you aware or did you become aware at
19 the -- during this December 5th conference call
20 that the College of DuPage was partly funded by the
21 State of Illinois?

22 A. I guess I don't know that that was ever
23 discussed, but I assume -- it was assumed, because
24 they're a State college.

1 Q. Was there any discussion during this
2 December 5th conference call that the College of
3 DuPage had to obtain approval from the Illinois
4 State Regulatory Authorities, the Illinois
5 Community College Board in order to get the ACE/COD
6 consortium program in place?

7 A. I don't think that it was at that point,
8 but in an e-mail about the after-discussion, it was
9 stated that we're good to go on our side, we're
10 just going to have Kathy run the curriculum through
11 the -- I think it's the ICCB. It's the State.

12 Well, they have to run it through the
13 College first. And once it's approved by the
14 College Board, then it goes to the State Board.

15 Q. All right. Let's look at the next
16 exhibit.

17 (Whereupon, KB Deposition
18 Exhibit 15 was marked for
19 identification.)

20 BY MR. ROCHE:

21 Q. Actually, just a little bit -- one
22 question on this. I'll show you what's been marked
23 as Exhibit 15, Keith. It's an e-mail thread dated
24 November 21st, 2013.

1 I'd simply direct your attention to the
2 e-mail from Kathy to you in the middle of the first
3 page. And then, she concludes the e-mail by saying
4 can you please tell me what the credentials are of
5 the folks teaching the on-line course portions.

6 Did you tell Kathy Cabai that a teacher
7 would be teaching the on-line course for the
8 ACE/COD consortium?

9 A. I don't think I -- I don't think that was
10 ever discussed.

11 (Whereupon, KB Deposition
12 Exhibit 16 was marked for
13 identification.)

14 BY MR. ROCHE:

15 Q. I'll show you what's been marked as
16 Exhibit 16 to your deposition.

17 Do you consider the date of contract to be
18 December 9th, 2013 because of what Karen Solt said
19 in this e-mail at the top of the first page of this
20 exhibit?

21 A. I believe so, yes.

22 Q. Would you agree that Karen Solt in this
23 e-mail notes that the College of DuPage needs to
24 obtain additional approvals in order to get the

1 ACE/COD consortium agree -- or surgical assistant
2 program in place?

3 A. So I would agree that the contract date
4 that was -- that I assume is dated November the 9th
5 would be contingent upon that approval.

6 Q. That wasn't my question. My question was,
7 were you aware on December 9, 2013 that the College
8 of DuPage had to obtain additional approvals in
9 order to get the ACE/COD surgical assistant program
10 approved?

11 A. Yeah, she made me aware of that in this
12 e-mail.

13 Q. Ms. Solt states that -- in the second
14 sentence that that consists of putting the
15 curriculum through our College process.

16 Do you have an understanding of what
17 Karen Solt meant by the phrase College process --
18 putting the curriculum through the College process?
19 Do you know what she meant by that?

20 A. Just the approval process. I don't know
21 what their --

22 Q. What was -- at this time, in the best of
23 your recollection, what do you recall that approval
24 process being?

1 A. Getting it approved by the -- I don't
2 know. The powers that be at the College. I don't
3 know whether that's the board or -- Tom had already
4 approved it at that point. So --

5 Q. Did the College ever communicate to you
6 that there were a series -- at this time, there
7 were a series of committees that had to approve the
8 curriculum in the surgical assistant program before
9 it could be offered to the students?

10 A. A series?

11 Q. Different committees had to approve the
12 surgical assistant program in order to have it
13 offered to students? Do you recall any discussions
14 about that?

15 A. I don't know of the specifics about that.
16 They just said the College approval process.

17 (Whereupon, KB Deposition
18 Exhibit 17 was marked for
19 identification.)

20 BY MR. ROCHE:

21 Q. Before we look at this exhibit, let's go
22 back to Exhibit 16.

23 A. If you can remind me what that is.

24 Q. That was the Karen Solt December 9th

1 e-mail.

2 Did the College of DuPage and ACE reach an
3 agreement on whether -- at this point in time, the
4 date of the contract, was there an agreement
5 between ACE and the College of DuPage as to whether
6 the enrollment would be on a monthly basis or a
7 semester basis?

8 A. I think we had -- I think we had agreed
9 that they're a semester system. So it would have
10 to be enrolled on a semester basis.

11 Q. That was the agreement that was struck
12 December 9th, 2013?

13 A. I don't know if we specifically --

14 Q. That was part of the agreement that was
15 struck on December 9th, 2013?

16 A. I don't think I could say that definitely.

17 Q. Was there an agreement on December 9th,
18 2013 as to the fee ACE would receive per student
19 who enrolled in the ACE/COD surgical assistant
20 program?

21 A. There wasn't any discussion of changing
22 what was in the consortium agreement that we gave
23 them.

24 Q. And that consortium agreement called for

1 ACE to receive a fee of \$4,380, is that right?

2 A. Correct.

3 Q. And is it ACE's position that the College
4 of DuPage on December 9th, 2013 agreed to that fee?

5 A. Yes.

6 Q. Was it -- was there an agreement reached
7 on December 9th, 2013 as to who would be teaching
8 the surgical skills lab?

9 A. At that time, it was still Dan Bump who
10 was going to be teaching.

11 Q. The College --

12 A. To the best of my recollection.

13 Q. And the College of DuPage agreed to that?

14 A. They hadn't discussed changing it yet.

15 Q. Did the College of DuPage agree to
16 allowing Dan Bump to teach the skills lab on
17 December 9th, 2013?

18 A. Yes.

19 Q. Was there an agreement reached at this
20 time, Keith, as to the digital platform through
21 which the ACE/COD on-line portion of the surgical
22 assistant program would be taught?

23 A. No. No. That discussion came later, I
24 believe.

1 Q. On December 9th, 2013, was there an
2 agreement as to the admission standards to
3 participate in the ACE/COD surgical assistant
4 program?

5 A. The same as our admissions standards.
6 They'd have to be a surgical tech, formally
7 trained, OR nurse with two years experience.

8 We even discussed that she was going to
9 put together a perioperative nursing program, which
10 might do away with the two years of operating room
11 experience, because they could get that training.

12 Q. Is it ACE's position that an agreement was
13 reached on December 9th, 2013 as to what the
14 admission standards for prospective students would
15 be for the ACE/COD surgical assistant program?

16 A. Yes.

17 Q. Okay. Exhibit 17 -- actually, we don't
18 even need to -- I don't need to ask you any
19 questions about that.

20 MR. ROCHE: What time have we got here? Anyone
21 getting hungry? Do you want to order in?

22 MR. DAVIS: Yeah.

23 MR. ROCHE: Let's get some menus.

24 (A short break was taken.)

1 BY MR. ROCHE:

2 Q. Prior to the date of acceptance,
3 December 9th, 2013, did anyone at the College of
4 DuPage communicate to ACE that the legal department
5 had to approve any contract between ACE and COD?

6 A. No.

7 Q. Prior to the date of acceptance, at least
8 as ACE alleges, December 9th, 2013, did anyone
9 communicate to ACE that the board of trustees had
10 to approve the surgical assistant program between
11 ACE and the College of DuPage?

12 A. Not specifically.

13 Q. Was -- did anyone allude to the idea that
14 the board of trustees would need to approve the
15 ACE/COD surgical assistant program prior to
16 December 9th, 2013?

17 A. No.

18 Q. Prior to December 9th, 2013, did anyone at
19 the College of DuPage communicate to ACE that the
20 board of trustees had to approve any contract
21 between ACE and the College of DuPage?

22 A. No.

23 Q. Prior to December 9th, 2013, did anyone on
24 behalf of the College of DuPage communicate to ACE

1 that the State of Illinois had to approve any
2 ACE/COD surgical assistant program?

3 A. No.

4 (Whereupon, KB Deposition
5 Exhibit 18 was marked for
6 identification.)

7 BY MR. ROCHE:

8 Q. Showing you what's been marked as
9 Exhibit 18 to your deposition, do you recognize
10 this document, Keith?

11 A. No, I don't believe I've ever seen this,
12 unless it was part of -- I might have looked at it
13 when we first filed, but I don't remember looking
14 at this.

15 Q. This was a document that was initially
16 submitted to the Illinois Community College Board
17 by College of DuPage.

18 Do you recall any discussions you had with
19 anyone at College of DuPage about documents that
20 College of DuPage needed to submit to the Illinois
21 Community College Board?

22 A. Yes.

23 Q. And what were those discussions -- when
24 did those -- how many discussions were there, if

1 you remember?

2 A. I don't know that they said specific
3 documents, but they had to submit the program to
4 the State of Illinois.

5 And we got an e-mail about that from
6 Kathy, because there were some issues with the
7 amount of credits that were going to be associated
8 with Semester 1 and Semester 2 and Semester 3 and
9 they weren't even.

10 So she sent us an e-mail that they were
11 being questioned about that and -- with the
12 curriculum that had been submitted to the State and
13 wanted Dan to help her formulate an answer.

14 And the curriculum that was attached that
15 had been restructured for the college system and
16 the semesters mentioned ACE 30 times in the
17 curriculum.

18 And so because it was an ACE program, she
19 wanted Dan to help answer those questions as to why
20 there was 18 credits associated with Semester 1, I
21 believe it was 12 credits with Semester 2, and
22 then, a smaller amount with Semester 3, which was
23 their clinical rotations.

24 Q. All right. Let's just turn -- if you

1 could scroll to -- it's Bates numbered 2304 in this
2 document, Keith.

3 A. Am I looking -- I don't -- okay. Got it.

4 Q. If you look at Paragraph D, it says
5 accreditation for programs. Do you see that?

6 A. Yes.

7 Q. It provides that the College will be
8 pursuing program accreditation through the
9 Commission on Accreditation of Allied Health
10 Education Programs?

11 A. Yes.

12 Q. CAAHEP?

13 A. Yes.

14 Q. At this time, was ACE accredited with
15 CAAHEP?

16 A. No. And it really didn't determine
17 whether -- even if we were CAAHEP accredited, it
18 wouldn't determine whether the College's program is
19 CAAHEP accredited, because it doesn't transfer.

20 Because they're a different institution,
21 they would have to seek their own CAAHEP
22 accreditation.

23 Q. In December or November of 2013, do you
24 recall any discussions you had with the College of

1 DuPage about CAAHEP?

2 A. I recall an e-mail. And I recall -- are
3 you asking -- what was the date range again?

4 Q. In November and December of 2013.

5 A. So I discussed it with Kathy on the first
6 meeting, because it's in the presentation. We
7 talked about ABS approval versus CAAHEP
8 accreditation.

9 And she knew we weren't CAAHEP accredited
10 at that time. And that's the reason we were
11 seeking out -- what do you call it? Consortiums,
12 because there's some down-fall to being CAAHEP
13 accredited, because we wouldn't be able to teach
14 surgical techs that are on-the-job trained and we
15 wouldn't be able to teach foreign medical
16 graduates.

17 So we were kind of, you know, do we get
18 CAAHEP accredited and lose that piece and gain a
19 little bit more or is it better to do a consortium,
20 where they can be CAAHEP accredited, we can gain
21 that piece, and not lose this other piece.

22 So that discussion -- maybe not that much
23 in-depth as to why we were looking for a
24 consortium, but the discussion of we were ABS

1 approved nationally but not CAAHEP accredited was
2 in the first meeting.

3 Q. Was ACE previously accredited with CAAHEP?

4 A. Yes.

5 Q. Do you recall the years?

6 A. It was before I came. It seems like
7 they -- I don't even know. Even if somebody asks
8 me now, I refer them to Maggie, because she's got
9 all that documentation.

10 Q. When --

11 A. Because we do have students that are still
12 graduating from our program that are graduating
13 from a CAAHEP accredited program, because they
14 started before that date.

15 Q. When ACE was accredited with CAAHEP, do
16 you know if its enrollment -- or the types of
17 students it could enroll was limited to certain
18 categories of medical professionals?

19 A. Yeah, I think that we did not -- weren't
20 able to accept medical graduates then.

21 Now, we could teach anybody we wanted to
22 in the surgical skill lab, but they couldn't
23 graduate from a CAAHEP accredited program. So it
24 was limited.

1 Q. I'm sorry. What?

2 A. So we could teach anybody we wanted to in
3 just the stand-alone surgical skill lab.

4 So we could teach the medical -- we could
5 teach PAs, nurse practitioners, foreign medical
6 graduates how to do the surgical skills, but they
7 could not do the on-line training and have a place
8 to do their clinicals under the guidance of a
9 CAAHEP accredited program.

10 Q. When ACE lost its CAAHEP accreditation,
11 was it then able to enroll foreign medical students
12 and I guess medical students and the other types of
13 medical services professionals that you just
14 identified --

15 A. Yes.

16 Q. -- into their -- into the full program,
17 the full ACE program?

18 A. In some cases, some instances. So a
19 foreign medical graduate would have to be working
20 at a hospital in order to do the full program,
21 unless they could find a place to do their clinical
22 rotations, because we don't provide those sites.

23 They're provided by the student, because
24 it's typically somebody working at a hospital. So

1 they already have the surgeons and the hospital
2 behind them so -- PAs, nurse practitioners, yes.

3 Q. Okay. If you could scroll to 2308,
4 please.

5 At the bottom of this page, do you see the
6 chart styled enrollment chart?

7 A. Yes.

8 Q. And it asks COD to provide an estimate of
9 enrollments and completions over the first three
10 years of the program? Do you see that?

11 A. I do.

12 Q. And do you see the figure full-time
13 enrollments for first year, 8 to 10; second year,
14 10 to 12; third year, 12 to 15?

15 A. Yes.

16 Q. And do you see under the row completions
17 the same numbers?

18 A. Yes.

19 Q. Were there any discussions, Keith, in
20 November or December as to the projected amount of
21 students who would enroll in an ACE/COD approved
22 surgical assistant program?

23 A. Not at that time. It was at a later date.

24 Q. When was that? When did that -- when did

1 those discussions occur?

2 A. I'd have to find the e-mail. There was an
3 e-mail from Kathy. Let me see.

4 We discussed the number 200. And part of
5 that discussion was, we were going to be sending
6 them people, not just they were going to be getting
7 their past graduates, because without being CAAHEP
8 accredited, we lost that piece of business.

9 So for -- we may get six, seven phone
10 calls a month of people that can't enroll in our
11 program, because they're in Texas. Texas requires
12 CAAHEP accreditation for the licensure for surgical
13 assisting.

14 So we're just turning those people away.
15 Part of the reason we did this was so that we'd
16 have a place to put those people.

17 But here's the e-mail I was going to tell
18 you about. It's here. We have sent out e-mails to
19 the last two years' worth of graduates and e-mails
20 are streaming back inquiring when this is
21 happening. So I mean, there was --

22 Q. Okay. Hold on. Let's -- we'll discuss
23 that e-mail in a minute.

24 A. Okay.

1 Q. You just testified that when ACE lost its
2 CAAHEP accreditation, it was turning students away
3 from Texas --

4 A. Yes.

5 Q. -- I think you alluded to? A student in
6 Texas would still qual -- well, let me ask it this
7 way.

8 Was a student from Texas who met the --
9 you know, the credentials, whether it was an
10 on-the-job tech or foreign medical students or
11 whoever, who otherwise met the admission standards
12 to participate in the ACE program, could that
13 student still participate and take the ACE program
14 and graduate from the ACE program?

15 A. Yes.

16 Q. The difference being that the student
17 would be unable, however, with the ACE certificate
18 to sit to become a certified first surgical
19 assistant?

20 A. They could get certified, but Texas is
21 unique, because they have a license. So the State
22 offers a license to surgical first assists that are
23 certified and have an associates degree.

24 So there were two pieces there that the

1 College of DuPage would have been able to help
2 with. They would have been able to provide an
3 associates degree by giving them additional classes
4 that the normal first assist class wouldn't have
5 and --

6 Q. Did -- go ahead. I'm sorry.

7 A. And they would have a CAAHEP accredited
8 program. So we could drive those Texas students
9 into their program.

10 If Texas people didn't want to go to
11 Chicago to go to the surgical skill lab, they could
12 pick one of our other surgical skill labs to do it
13 that we do throughout the country that might be
14 more convenient to them. We could administer that
15 part there, and then, they could graduate from the
16 College of DuPage program.

17 Q. After ACE lost its accreditation with
18 CAAHEP, do you recall instances in which ACE denied
19 admission to prospective students because they were
20 seeking CAAHEP -- because they were in a
21 jurisdiction that required CAAHEP approval?

22 A. I don't know that denied would be the word
23 but lost that potential student, because they
24 needed a CAAHEP accredited program, whether it's

1 because -- so it's not required in the state to
2 have it, the licensure, but many -- not many, but
3 some hospitals require that for their surgical
4 techs. And a lot of -- excuse me. Surgical
5 assistants.

6 But a lot of the insurance companies also
7 require it to bill. So if they're billing
8 separately for their services -- maybe they're an
9 independent surgical assistant and they're working
10 for a couple surgeons at this hospital and they
11 bill for themselves. It's much easier to get paid
12 if you have that license.

13 Q. Do you recall any instance, Keith, when a
14 student applied to be -- to participate, to become
15 a student in the ACE surgical assistant program and
16 was denied admission because ACE was not CAAHEP
17 approved?

18 A. We don't deny them admission. We advise
19 them that -- do you need the license. If they say
20 yes, we need the license, then we recommend that
21 they find -- go to the CAAHEP website and find a
22 CAAHEP program.

23 Q. Okay. Let's go back to the discussions
24 about the enrollment -- prospective enrollment with

1 the ACE/COD surgical assistant program.

2 You discussed this e-mail, and we'll pull
3 that e-mail in a second, but were there -- I
4 believe -- and I may be mistaken, but I believe you
5 indicated that there was another discussion about
6 enrolling 200 people -- prospective students, is
7 that right?

8 A. Yes. That was just a phone discussion.
9 It was nothing I can back up with an e-mail.

10 Q. Who was on that phone conversation?

11 A. Kathy Cabai.

12 Q. And yourself?

13 A. Yes.

14 Q. Were there any other people on that
15 telephone call?

16 A. I think Kyle Black might have been on it.

17 Q. Do you remember when that discussion
18 occurred?

19 A. It was around the same time of this May 6
20 e-mail.

21 Q. What, specifically, did Kathy Cabai tell
22 you, to the best of your recollection?

23 A. We talked about how many students that
24 they have had run through their program in the past

1 and how many of those people had asked about
2 surgical assisting and that they wanted to move
3 forward and because she -- that was kind of her
4 track, she felt like she could get a lot of those
5 people to take that same track.

6 Q. Did she specifically tell you that she
7 would be able to get 200 former COD --

8 A. She didn't -- I'm sorry.

9 Q. COD students?

10 A. She didn't guarantee that, no, but she
11 indicated that.

12 Q. How so?

13 A. By just what I just said. She felt like
14 there was this number of students that had been
15 through the program.

16 Many of them asked this question, maybe
17 because that was my track and that's what I did,
18 and you know, they want to follow in her footsteps.

19 Q. Aside from the telephone call and the
20 e-mail that we'll get to in a second, do you
21 remember any other discussions about enrollment
22 projections for the ACE/COD surgical assistant
23 program?

24 A. Other than what we could put through

1 there. I mean, we were talking 72 people a year
2 that we could put through their program for people
3 that we had to turn away because we weren't CAAHEP
4 accredited.

5 Q. But are you referring to discussions only
6 between you and Dan?

7 A. No. No. That was with Kathy, too.

8 Q. Okay. All right. So I understand your
9 testimony correctly, ACE did discuss with Kathy the
10 number of students ACE could send over to the
11 college under the COD/ACE surgical assistant
12 program --

13 A. Yes.

14 Q. -- is that right?

15 A. Yes.

16 Q. And how many students was that, Keith?

17 A. We turn away about six people a month. So
18 that's 72 people a year.

19 Q. Do you remember if you told Kathy specific
20 numbers as to the number of students that you could
21 send over to the College of DuPage?

22 A. I'm pretty sure that we told her that
23 we're turning away about six people a year.

24 MR. DAVIS: A year?

1 THE WITNESS: I'm sorry. A month. Sorry. My
2 fault. Glad you caught me on that.

3 MR. ROCHE: All right. Can we go off the
4 record real fast?

5 (Discussion off the record.)

6 (Whereupon, KB Deposition
7 Exhibit 19 was marked for
8 identification.)

9 BY MR. ROCHE:

10 Q. Keith, I'll show you what's been marked as
11 Exhibit 19 to your deposition.

12 Is this the e-mail that you are referring
13 to about discussions between you and Kathy about
14 enrollment projections?

15 A. Partial discussion, yes.

16 Q. Partial. The other one occurring over the
17 phone?

18 A. Correct.

19 Q. Okay. Where in the body of this e-mail
20 are there -- is there a reference to enrollment
21 projections?

22 A. So like I had said, that we discussed the
23 enrollment projections as far as how many people
24 had been through the program, a high percentage of

1 those people wanted to move on to first assisting,
2 and then, this follows up on that.

3 I've sent e-mails out to the last two
4 years' worth of graduates and the e-mails are
5 coming back inquiring -- or e-mail stream coming
6 back inquiring -- I think that she meant is this
7 happening.

8 Q. It says is happening --

9 A. Yeah.

10 Q. -- right? Okay.

11 A. I'm not sure --

12 Q. Is there any -- any other portion of this
13 e-mail relate to enrollment?

14 A. No.

15 Q. Back to Exhibit 18, which is the Form 20.
16 If you go back, Keith, to 2308 -- and I'm just
17 looking at that enrollment chart that we previously
18 discussed.

19 A. Right.

20 Q. Do you recall any discussions with the
21 College of DuPage about the enrollment projections
22 identified in 2308; namely, the ACE/COD surgical
23 assistant program would be enrolling anywhere
24 between 8 to 10 students in the first year, 10 to

1 12 in the second year, and 12 to 15 in the third
2 year?

3 A. No, there was no discussion about that.

4 Q. January 2014, Keith, do you recall what
5 was happening in regards to the process -- or of
6 the propos -- well, strike that.

7 In January of 2014, do you recall what was
8 going on between the ACE/COD proposed surgical
9 assistant program?

10 A. I don't think a lot happened in January.
11 I think there was -- I think she was still in the
12 process of restructuring the program at that time.
13 So there wasn't a lot of communication.

14 I don't even know if there was any
15 communication in January. I don't recall seeing
16 any e-mails when I was going back looking over
17 the -- so I don't think there was any
18 communication.

19 And then, I tried to follow -- I followed
20 up -- in February was the next communication. So
21 nothing in January.

22 Q. By this time, the contract, as ACE posits,
23 had been in place and agreed to by College of
24 DuPage for at least a month, at least as of

1 January 9th of 2014?

2 A. Right.

3 Q. Had you asked -- strike that. Had ACE
4 asked for the signed contract at any time after
5 December 9th up through the time in February when
6 you reached back out to Kathy?

7 A. I don't believe so.

8 Q. Why not?

9 A. I know that it does take legal departments
10 a good bit of time. So I mean, one month wouldn't
11 be unusual for the legal department to have to look
12 over the language and make sure there's nothing
13 that would be out of place.

14 Q. Do you recall any telephone calls or
15 anything in January of 2014, any communications
16 other than e-mail communications, between ACE and
17 the College?

18 A. I don't recall anything at that time.

19 (Whereupon, KB Deposition
20 Exhibit 20 was marked for
21 identification.)

22 BY MR. ROCHE:

23 Q. I'll show you what's been marked as
24 Exhibit 20 to your deposition, Keith. Do you

1 remember -- do you recall receiving this?

2 A. I do.

3 Q. Were you aware that Kyle was going to --
4 was meeting with Kathy Cabai on or about
5 February 21st, 2014?

6 A. For a business follow-up or was it just
7 for a meeting? I'm not sure -- I don't remember
8 the details. I know that he did meet with her
9 and -- but I think it was just for a coffee.

10 Q. Did Kyle tell you that he was going to
11 meet with Kathy before he met with her on
12 February 21st?

13 A. Yes.

14 Q. Did you discuss with Kyle what to talk
15 about with the meeting with --

16 A. I don't think it was --

17 Q. -- Kathy? I'm sorry.

18 A. I don't think it was a formal meeting. I
19 think it was just, hey, I'm going to be in that
20 area anywhere, I'm going to stop by and just have a
21 coffee or breakfast or something.

22 MR. ROCHE: Okay. Do you guys want to eat?

23 MR. DAVIS: Sure.

24 (A lunch break was taken.)

1 BY MR. ROCHE:

2 Q. I think, Mr. Bump, you testified that you
3 did discuss -- or you were aware that Kyle Black
4 was meeting with Kathy Cabai on or about
5 February 21st, 2014, is that right?

6 A. Yes.

7 Q. Did you have any discussions with Kyle
8 about what to discuss with Kathy?

9 A. No.

10 (Whereupon, KB Deposition
11 Exhibit 21 was marked for
12 identification.)

13 BY MR. ROCHE:

14 Q. I'll show you what's been marked as
15 Exhibit 21. My question, Keith, is -- take a
16 minute to read the e-mail.

17 My question is, as of February 21st, 2014,
18 was Dan under the impression that he would be
19 teaching the surgical skills lab?

20 A. I think Dan was under the impression he
21 was going to be teaching the skill lab, but there
22 might have been discussion about Kathy teaching the
23 skill lab and what that would -- we were trying to
24 determine what that would take based on her

1 previous experience and education.

2 Q. What was agreed to as to who would teach
3 the skills lab as of February 21, 2014?

4 A. Well, Dan would be the one making -- the
5 only one being able to make that agreement, because
6 of course, it's his company.

7 And he was -- he really wanted to be the
8 one teaching the lab, because there was lots of
9 proprietary information that we would have to share
10 with her to -- and train her to do the -- to teach
11 it, and then, therefore, sometime in the future,
12 she would be able to branch out and do that on her
13 own.

14 So there was lots of discussion between
15 Kyle, Dan, and I about what it would take -- Dan
16 never really -- didn't really know Kathy. So he
17 thought it would take more than what Kyle and I
18 thought it would take to get her up and running and
19 ready to do that.

20 Q. As of February 21, 2014, who did you
21 believe was going to teach the surgical skills lab?

22 A. I believed it would be Kathy at some
23 point. There was no agreement coming to that, but
24 that was my belief, that we were going to work

1 towards preparing Kathy to do that.

2 Q. What was your belief based on?

3 A. Some discussion with Dan about it. And he
4 was lightening up on his tight hold on him wanting
5 to do it himself and Kathy's desire to -- she's a
6 born -- maybe not a born teacher, but that's her
7 background. She loves to teach.

8 And so her wanting to take students that
9 she already had and continue on with them would
10 just seem, to me, like a natural progression.

11 Q. Had Kathy -- prior to February 21, 2014,
12 had Kathy told you that she wanted to teach the
13 skills lab?

14 A. I don't remember the dates when she -- I
15 don't know if it was prior or shortly after this
16 conversation.

17 Q. At some point, Kathy did tell you that she
18 wanted to be the one who would teach the lab?

19 A. Yes.

20 (Whereupon, KB Deposition
21 Exhibit 22 was marked for
22 identification.)

23 BY MR. ROCHE:

24 Q. I'll show you what's been marked as

1 Exhibit 22. This is an e-mail from you to Dan,
2 dated February 21.

3 It provides, Dan, I thought that we
4 already agreed that Kathy would be able to learn
5 how to teach the lab and she would teach the COD
6 labs.

7 Why did you say that you thought that you
8 and Dan had already agreed that Kathy would teach
9 the labs? Do you remember why you wrote that?

10 A. Well -- so the discussion must have taken
11 place before February 21st based on this e-mail,
12 because Dan is saying he didn't remember that
13 discussion.

14 So it may have been that we touched on it
15 previously and he wasn't focused on our
16 conversation. Maybe he was focused on something
17 else. So it got brought -- I don't know if it was
18 three days previous that we discussed it or if it
19 was a week or two previous.

20 Q. It was around that time frame, though,
21 around February 21st, 2014 when you and Dan had
22 discussed who would teach the skills lab?

23 A. Yes.

24 Q. The e-mail goes on to provide -- you

1 write, I agree that we need to get Joe to draw up a
2 non-compete confidentiality agreement for all COD
3 parties to sign, as well as some term contract.

4 Did -- would you agree that as of
5 February 21, 2014, ACE had not had a non-compete or
6 a confidentiality agreement for the COD/ACE
7 surgical assistant consortium?

8 A. Not signed. And even if COD had one, I
9 think that what I was getting to here is that Kathy
10 should sign one, too, because should she not be
11 employed with College of DuPage, I felt like she
12 might not be held -- have to be held to the College
13 of DuPage agreement.

14 Q. Had ACE sent the College of DuPage a
15 confidentiality agreement prior to February 21,
16 2014?

17 A. Obviously, I thought that they did because
18 of my notes, but according to the attachments to
19 the e-mail that you showed me previously, I guess
20 it was just the consortium agreement, not a
21 non-disclosure.

22 Q. And the notes you're referring to, those
23 are the notes -- Exhibit 12 that you prepared in
24 connection with today's deposition, right?

1 A. That Maggie prepared previously, yes.

2 Q. Prior to February 21, 2014, had anyone
3 from ACE asked College of DuPage to keep the
4 curriculum in the program catalog confidential?

5 A. Not that I specifically remember.

6 Q. Your e-mail concludes by saying the
7 parties to sign, as well as some term contract.

8 My question simply is, do you remember
9 what you meant by some term contract?

10 A. So when -- my thought, and I'm not an
11 attorney, is that if College of DuPage had a
12 contract, it doesn't mean previous employees would
13 have.

14 So Karen, Kathy, those people should have
15 to sign a non-compete, non-disclosure with, once
16 they're terminated, they have three years that they
17 can't do -- or once they're terminated or they
18 leave the college, within a three-year period, they
19 can't use anything that they learned from this
20 program to benefit themselves.

21 (Whereupon, KB Deposition
22 Exhibit 23 was marked for
23 identification.)

24

1 BY MR. ROCHE:

2 Q. Do you remember receiving this e-mail,
3 Keith? You're cc'd on it.

4 A. Yes.

5 Q. It's an e-mail from Kyle to Dan. Do you
6 recall --

7 A. I don't remember reviewing this one, but I
8 vaguely remember receiving it.

9 Q. This is an e-mail from Kyle -- or at least
10 the top half of the e-mail is an e-mail from
11 Kyle Black to Dan. You're copied on it.

12 It states, Dan, my understanding from our
13 first conversation with the College of DuPage was
14 that ACE was going to charge the college \$4,400 and
15 Kathy was going to teach the lab.

16 Were you involved in Kyle's first
17 conversation with the College of DuPage?

18 A. I was. And I don't recall it going that
19 way but --

20 Q. What do you recall?

21 A. I recall the presentation was us teaching
22 everything and them charging -- us charging \$4,400.

23 And you know, I -- my understanding or my
24 recollection is, we started discussing a different

1 amount other than 4,400 when Kathy teaching the lab
2 came into play.

3 Q. Kyle goes on to say, we need to figure
4 this out quickly, in the event the College calls
5 and wants to move the contract forward.

6 Did you have any communications with Kyle
7 concerning what he meant by the College wanting to
8 move the contract forward?

9 A. No.

10 Q. Did you become aware at this time, Keith,
11 that there was a possibility that the College of
12 DuPage would not want to move the contract forward?

13 A. No.

14 Q. Did you believe that at this time, the
15 College of DuPage had the right to not push the
16 contract forward?

17 A. At this time, what I think could have
18 cancelled the contract -- the verbal contract would
19 be if the State or the College didn't approve the
20 curriculum, but they did. So that continued moving
21 a verbal agreement forward.

22 Q. Did -- the verbal agreement you're
23 referring to is the one that was entered into
24 December 9th, 2013?

1 A. Correct.

2 Q. Prior to the college entering into the
3 verbal agreement, did Kathy Cabai ever tell you
4 that she had the authority to agree to the
5 contract?

6 A. Not specifically, no.

7 Q. Did she ever, in any way, communicate to
8 you that she had the authority to enter into a
9 contract with ACE?

10 A. No.

11 Q. Did Karen Solt, prior to December 9th,
12 2013, ever communicate to you or to ACE that she
13 had the authority to enter into a contract on
14 behalf of the College of DuPage?

15 A. She didn't come right out and say that
16 but --

17 Q. What -- did she say anything?

18 A. She said we're ready to move forward.

19 Q. Did Tom Cameron ever communicate to you,
20 prior to December 9th, 2013, that Tom had the
21 authority to enter into a contract with ACE on
22 behalf of the College of DuPage?

23 A. No. We -- Kathy and Karen had indicated
24 that that was -- he had the final say.

1 Q. They told you that Tom had the final say?

2 A. Right.

3 Q. Did Tom ever tell you that he had the
4 final say?

5 A. No.

6 (Whereupon, KB Deposition
7 Exhibit 24 was marked for
8 identification.)

9 BY MR. ROCHE:

10 Q. Exhibit 24 is an e-mail from Dan, in which
11 you're copied. It's an e-mail from Dan to Kyle.

12 If you notice, the second -- well, I guess
13 the last full paragraph in this e-mail from Dan, he
14 states, once they know how to teach the lab, all
15 they need is the AST core curriculum for surgical
16 assisting and they can create their own program
17 that is the equivalent to ours. Do you see that --

18 A. Yes, he --

19 Q. -- Keith?

20 A. Yes.

21 Q. Was the AST core curriculum for surgical
22 assisting publicly available at that time?

23 A. I don't know. I don't know if that was
24 something that you had to start the CAAHEP

1 accredited process to receive the core curriculum
2 or if that was something that is published.

3 (Whereupon, KB Deposition
4 Exhibit 25 was marked for
5 identification.)

6 BY MR. ROCHE:

7 Q. I show you what's been marked as
8 Exhibit 25 to your deposition. It's an e-mail
9 thread, Keith. If you could turn to ACE0479 for a
10 quick second.

11 In the middle of this document, it's an
12 e-mail from you to Dan, dated February 24, 2014 in
13 red. Take a look at it.

14 My question is, as of February 24, 2014,
15 had ACE and the College of DuPage reached an
16 agreement as to the price or -- that -- well, the
17 fee ACE would receive for its role in the surgical
18 assisting program with COD?

19 A. No, I think this was -- no. So I think
20 this was some back-discussion as to what should we
21 reduce the fee to if Kathy was going to teach the
22 lab.

23 So it was my feeling and Kyle's feeling
24 that we need to communicate to Dan that it wouldn't

1 be fair, if they're going to take on the cost of
2 having an instructor teach the lab, for us to just
3 charge them the same thing. So we should amend the
4 contract and charge the \$500 less per student for
5 the lab.

6 Q. Did ACE ultimately offer to the College of
7 DuPage a price other than the 4,400 that was
8 initially agreed to allegedly on December 9, 2013?

9 A. Yes.

10 (Whereupon, KB Deposition
11 Exhibit 26 was marked for
12 identification.)

13 BY MR. ROCHE:

14 Q. I show you what has been marked as
15 Exhibit 26 to your deposition.

16 Keith, this is an e-mail from Kyle to
17 Kathy. You are copied on it, dated February 24th.

18 In the second full paragraph, it states --
19 actually, let's go up to the first paragraph. I
20 hope you had a lovely weekend. I wanted to confirm
21 with you that Keith Bump and I are both planning on
22 attending the advisory committee meeting on
23 March 20 at 7:00 a.m.

24 Did you ever obtain -- did you ever attend

1 that meeting, the advisory committee meeting on
2 March 20, 2014?

3 A. I did not. I believe Kyle went or there
4 were some schedule changes. I don't remember
5 everything that happened around that, but there was
6 a reason that I didn't go. I don't know if it got
7 rescheduled.

8 I think there were some follow-up e-mails
9 that talked about how the meeting went, but I did
10 not attend that.

11 Q. You believe Kyle did?

12 A. I believe he did. I wouldn't swear to
13 that. So --

14 Q. Do you know if -- strike that. Did you
15 send -- well, strike that.

16 Did ACE send Kyle an ACE non-disclosure,
17 non-compete agreement for the March 20th meeting?

18 A. Yes, I believe we did.

19 Q. How did ACE send that ACE non-disclosure,
20 non-compete agreement to Kyle?

21 A. I don't remember if Dan mailed it or
22 e-mailed it.

23

24

1 (Whereupon, KB Deposition
2 Exhibit 27 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. I'll show you what's been marked as
6 Exhibit 27.

7 This is an e-mail in which Kathy informed
8 you and Kyle that COD wrote the program as follows
9 and the first semester is 18 credits, so on and so
10 forth. Do you see that?

11 A. Yes.

12 Q. What did you mean -- where she states
13 first semester is 18 credits, summer session is 12,
14 fall session is two classes, one is for the suture
15 lab and the other clinical internship is eight, for
16 a total of 42, what was your understanding as to
17 what she meant by that?

18 A. So remember, they had to take our program
19 and change it from a monthly program to a semester
20 program.

21 So we give credits in our program based on
22 the amount of time that it should take an average
23 person to finish that course.

24 And that's the way the State of Colorado

1 expects us to do that. That's what our approval is
2 based on. So they had to take chunks of the
3 program and put it into first semester and another
4 chunk of the program and put it in the second
5 semester and so on and so forth.

6 Well -- so what she meant by that, because
7 we discussed it, was that they were -- the State
8 wasn't liking that one was credit-heavy. So first
9 semester was credit-heavy.

10 And so they were just asking for an
11 explanation. So she was asking Dan for his
12 thought -- well, she asked me, but then, I had to
13 turn around and forward that to Dan and have him
14 answer the question, because he's the curriculum
15 specialist.

16 He answered just the way I answered you,
17 that it's based on the amount of time it takes
18 somebody to complete the reading assignments,
19 test-taking, and so forth and that's why they're --
20 it's top-heavy.

21 Q. Did the December 9th, 2013 verbal contract
22 provide enrollment would be on a semester basis?

23 A. I don't know that that was even discussed
24 in the contract.

1 Q. Were the credit numbers -- the credit
2 hours identified in Kathy's e-mail, dated
3 March 17th, 2014, were those the same credit hours
4 that a student participating solely in the ACE
5 program would obtain?

6 A. I believe they were.

7 (Whereupon, KB Deposition
8 Exhibit 28 was marked for
9 identification.)

10 BY MR. ROCHE:

11 Q. I show you what's been marked as
12 Exhibit 28 to your deposition.

13 Did Kathy Cabai ever discuss with you how
14 the advisory board meeting went, do you remember?

15 A. I don't remember. I don't remember
16 whether she did or not.

17 Q. Had you -- it's March 21st. So we're
18 nearly four months into the verbal contract --
19 three and a half months into the verbal contract.

20 Had you, by this time, asked for a signed
21 contract from the College of DuPage?

22 A. I don't remember having done that on -- by
23 March 21st, but we've been in discuss -- in this
24 kind of situation before and it's taken more than

1 four months to have it get back from legal.

2 Q. With what --

3 A. With hospitals.

4 Q. With what entity? I'm sorry.

5 A. With hospitals.

6 Q. Hospitals?

7 A. Yes.

8 (Whereupon, KB Deposition
9 Exhibit 29 was marked for
10 identification.)

11 BY MR. ROCHE:

12 Q. Exhibit 29, Keith, the second paragraph,
13 Kathy Cabai is talking about looking forward to
14 Denver in July.

15 Is she referring to attending the skills
16 lab --

17 A. Yes.

18 Q. -- to the best of your under --
19 recollection?

20 A. Yes.

21 Q. Prior to December 9th, 2013, what was
22 discussed about the skills lab?

23 Dan had -- Dan testified that the skills
24 lab was basically the creme de la creme, the magic

1 part of the ACE surgical assistant program.

2 A. Right.

3 Q. So I want to know, to the best of your
4 recollection, the discussions that occurred prior
5 to the College of DuPage agreeing to enter into a
6 contract with ACE -- I want to probe your
7 recollection as to what was discussed about the
8 actual skills lab and how it worked prior to
9 December 9th, 2013. You had --

10 A. I don't believe --

11 Q. You met with Kathy on November 19th,
12 November 20th, and a conference call on
13 December 5th.

14 Do you recall any discussion on the skills
15 lab during those meetings?

16 A. I don't -- other than a basic outline,
17 154 different surgical skills, you know, it's
18 everything from incision to closure, everything
19 that's included in between that.

20 It's 27 different suturing and tying
21 techniques. We do simulated surgeries on our ACE
22 surgical simulators. Other than that, there was
23 nothing that I recall giving her any more details
24 than that.

1 Q. Did you show Kathy any pictures of the
2 skill lab?

3 A. She may have asked -- I don't know if it
4 was her. I know somebody -- I can't recall. I
5 mean, I could speculate. I don't remember doing
6 that.

7 Q. No, I just -- do you remember ever
8 providing pictures of the ACE skills lab to anyone
9 at the College of DuPage prior to December 9th,
10 2013?

11 A. I don't remember doing that, no.

12 Q. Do you recall any discussions about the
13 skills lab and how many students would participate
14 in the lab?

15 A. At that time --

16 Q. Prior to December 9th, 2013.

17 A. I don't recall. I could have.

18 Q. Do you recall discussing with the
19 College of DuPage prior to December 9th, 2013 the
20 format of the skills lab?

21 A. Other than what I just told you as far as
22 what we -- the basic outline, no.

23 Q. There was -- was there any discussions as
24 to how the actual lab was taught --

1 A. No.

2 Q. -- prior to December 9th, 2013?

3 A. Unless Dan had those conversations with
4 her, but I don't think he did, because I was pretty
5 much involved in all of those conversations. So I
6 don't think so.

7 Q. In this e-mail, Kathy states, back to
8 Exhibit 29, that she received a message that all
9 the classes had passed the Illinois Community
10 College Board, period. We are ready to go, period.

11 What was your understanding as to her
12 sentence, we are ready to go?

13 A. That everything is approved and we're
14 ready -- the program is ready to present to
15 students.

16 Q. Had you reached an agreement -- or had ACE
17 reached an agreement -- I keep using you.

18 It's the ACE corporate representative
19 deposition. So I guess when I say you, in the
20 right context --

21 A. Right.

22 Q. -- obviously, I'm referring, actually, to
23 ACE --

24 A. Sure.

1 Q. -- because it's the 30(b)(6) corporate
2 deposition.

3 Had ACE reached an agreement as of
4 April 23rd, 2014 on the fee it would receive for
5 its role in the ACE/COD surgical assisting program?

6 A. I think, by then -- and I'm -- without
7 looking back, I can't say exactly, but I think, by
8 then, Dan had sent them an updated amendment to the
9 original agreement that stated the 3,600.

10 Q. Are you referring -- when you mean
11 amendment, are you referring to the second
12 consortium agreement that was sent --

13 A. Yes.

14 Q. -- to COD by Dan?

15 A. Yes.

16 (Whereupon, KB Deposition
17 Exhibit 30 was marked for
18 identification.)

19 BY MR. ROCHE:

20 Q. I'll show you what's been marked as
21 Exhibit 30 to your deposition. Take a look at it,
22 Keith.

23 My question simply is, do you recall
24 participating in a conference call on or about

1 May 1st with Kathy and Karen?

2 A. I recall a conference call, because -- and
3 the reason that it comes to mind is because Dan and
4 I were waiting on the line for like 15 minutes
5 after the time, and then, they said they were also
6 waiting.

7 I don't know what happened, but they were
8 waiting for 15 minutes, we were waiting for -- so I
9 called her, and then, we rescheduled it. So I
10 recall this. I don't recall --

11 Q. Unfortunately, there's more exhibits I'm
12 going to show you where it looks like, you know,
13 the right hand didn't know what the left hand --

14 A. A miscommunication.

15 Q. Yeah, some miscommunication --

16 A. Yeah.

17 Q. -- on that. And that may be this
18 conference call. I'm not exactly sure. Do you --
19 I guess let me ask it this way.

20 Do you remember participating in a
21 conference call with the College of DuPage shortly
22 after Kathy's April 23rd e-mail stating that we are
23 ready to go?

24 A. I remember a conference call. I don't

1 remember the details of it.

2 Q. Do you recall who was on the -- who
3 participated on the conference call?

4 A. I'm thinking that one was just -- because
5 Kathy and Karen were waiting on the other end and
6 Dan and I were on this. So I think it was just the
7 four of us.

8 Q. Okay. You don't recall what was
9 discussed?

10 A. No.

11 (Whereupon, KB Deposition
12 Exhibit 31 was marked for
13 identification.)

14 BY MR. ROCHE:

15 Q. I'll show you what's been marked as
16 Exhibit 31 to your deposition, Keith.

17 Was this the first time ACE sent a
18 non-disclosure agreement to the College of DuPage?

19 A. I don't recall. Other than my notes being
20 wrong here, I don't recall anything sooner than
21 that.

22 Q. Do you recall -- in your review of the
23 documents that have been produced in this
24 litigation; in particular, the e-mail

1 communications, do you recall any e-mail before
2 May 5th that had a non-disclosure agreement
3 attached as a PDF?

4 A. I don't recall seeing that in my review.

5 Q. Do you have any reason to believe that --
6 aside from what is Exhibit 12, the notes prepared
7 by Maggie Parrish, aside from that exhibit, do you
8 have any reason to believe that ACE transmitted a
9 non-disclosure agreement to the College of DuPage
10 prior to this May 5th, 2014 e-mail?

11 A. No.

12 Q. Okay. I just want to go over briefly some
13 of the terms in this non-disclosure agreement.

14 Did anyone at the College of DuPage sign
15 this agreement?

16 A. If they did, they didn't return it to us.

17 Q. In connection with your employment at ACE,
18 did you ever sign a non-disclosure agreement?

19 A. I don't think so.

20 Q. Did you ever -- were you ever required as
21 a condition of your employment to sign a
22 confidentiality agreement?

23 A. I think that was included in the student
24 handbook. You sign the end of -- not the student

1 handbook. The employee handbook.

2 So I did sign an employee handbook, which
3 included that I couldn't compete or share the
4 information with anybody that wasn't --

5 MR. ROCHE: Has the employee handbook been
6 produced in this litigation, Mike?

7 MR. DAVIS: I don't know. It seems like you
8 asked a question about that in the last dep, but
9 maybe it was that you asked if there was an
10 employee handbook that talked about whether -- so
11 I'll have to check.

12 MR. ROCHE: Okay. If you don't mind.

13 MR. DAVIS: Yeah.

14 MR. ROCHE: And if there is one and if Keith
15 signed it, I'd like it to be produced.

16 MR. DAVIS: Yeah. I think we did produce it,
17 but let me check.

18 MR. ROCHE: Okay.

19 BY MR. ROCHE:

20 Q. In the second paragraph, Keith, it states;
21 whereas, ACE has created curriculum and other
22 materials for the purpose of presenting the ACE
23 surgical assistant program at the College, which
24 contains certain confidential and proprietary

1 information.

2 What other materials are referred to in
3 this paragraph, aside from the curriculum?

4 A. It could be the ACE workbook, the
5 self-study, and then, the curriculum. Other than
6 that, I --

7 Q. Do you know if, as of May 5th, 2014, ACE
8 had provided to the College of DuPage ACE's
9 self-study?

10 A. Let me see when that case was.

11 Q. Why don't you turn, actually, to the
12 e-mail?

13 A. The one --

14 Q. Yeah, Page 1 on -- the first page of
15 Exhibit 31, that e-mail.

16 A. Okay.

17 Q. That one states that Dan will be getting
18 Kathy a copy of ACE's self-study. Do you see that?

19 A. Yes.

20 Q. Do you have any reason to believe that ACE
21 sent this self-study to the College of DuPage --

22 A. No.

23 Q. -- any time before May 5th, 2014?

24 A. No.

1 Q. The ACE workbook, how -- do you know if
2 the College of DuPage ever viewed the ACE workbook?

3 A. I don't know. I mean, I don't have a way
4 of seeing if they opened the PDF that was attached
5 to the --

6 Q. Do you know if the ACE -- that was a bad
7 question. Do you know if the ACE workbook was ever
8 transmitted to the College of DuPage?

9 A. As far as I know, it was.

10 Q. What's your basis for that belief?

11 A. I was told it was by --

12 Q. By who?

13 A. I think Dan told me that.

14 Q. Do you recall if the College of DuPage
15 ever had access to the on-line platform that ACE
16 had?

17 A. That, I don't remember. I don't remember
18 whether they were or not.

19 It seems like Kyle Black had asked for a
20 password for Kathy and -- I mean, I could check on
21 that, because Maggie would know that answer,
22 because she would have been the one to give him the
23 password to give her access to the on-line
24 materials.

1 MR. ROCHE: If -- Mike, if we could have Keith
2 ask Maggie.

3 MR. DAVIS: Okay. As to whether they accessed
4 it?

5 MR. ROCHE: Whether ACE ever provided the
6 college with access to its on-line platform.

7 BY MR. ROCHE:

8 Q. Keith, do you remember ever -- do you
9 remember if ACE sent a hard copy of the ACE
10 workbook to anyone at the College of DuPage?

11 A. I think the only thing we sent hard copy
12 or in a zip drive would have been the self-study,
13 because it was too big to e-mail. I think
14 everything else would have been e-mailed.

15 Q. All right. Okay. I direct your
16 attention -- let's go back -- just one final
17 question on the non-disclosure agreement,
18 Paragraph 4, which is on the second page of the
19 non-disclosure agreement.

20 It refers to the obligations of
21 Paragraph 3, which is -- describes what the
22 signatory to the non-disclosure agreement can and
23 cannot do with the confidential information.

24 A. Correct.

1 Q. That's Paragraph 3. Paragraph 4 says the
2 obligations of Paragraph 3 shall not apply,
3 however, to any information which is already in the
4 public domain at the time of disclosure or becomes
5 available to the public through no breach of this
6 agreement by the recipient.

7 Keith, I believe you testified earlier
8 that the Form 20 that the College of DuPage sent to
9 the ICCB contained several references to the ACE
10 workbook, because the curriculum was part of the
11 Form 20. Do you recall that testimony?

12 A. I don't think I said it was part of the
13 Form 20, but as they attach to that e-mail that we
14 received, there was an attachment that says here's
15 what we presented to the State. And it had -- it's
16 basically like their catalog --

17 Q. Which --

18 A. -- where they changed it to --

19 Q. Which e-mail are you referring to, Keith?
20 I just want to -- so I understand --

21 A. I think it was a May -- let me look. It's
22 the one where she was saying, hey, they kicked all
23 this stuff back. We were just looking at it.

24 Q. The one about the credit hours --

1 A. Yes.

2 Q. -- and the format?

3 A. So there was an attachment to -- yes.

4 Right here.

5 Q. Hold on. Let's get the --

6 A. Exhibit 27.

7 Q. Okay. The folks we wrote the program as
8 follows?

9 A. Yes.

10 Q. Did you testify that there was an
11 attachment to this e-mail?

12 A. Yes.

13 Q. Turn to the complaint, if you don't mind,
14 and go to Exhibit H.

15 A. I believe it was -- Exhibit H was the
16 attachment. Yes.

17 Q. This is the attachment that was attached
18 to this March 17th, 2014 e-mail from Kathy to you?

19 A. Correct.

20 Q. Was it your -- was it ACE's understanding
21 that Kathy had sent this attachment to the Illinois
22 Community College Board in connection with
23 obtaining State approval?

24 A. It was either that she did that or she

1 used this to formulate the form that she sent to
2 the Board.

3 Q. Going back to the non-disclosure
4 agreement, would you agree, based on what you just
5 testified to, that if Kathy and the College of
6 DuPage submitted the ACE curriculum to the Illinois
7 Community College Board that it would have been
8 then in the public domain and publicly avail -- or
9 it would have been avail -- it would have become
10 available to the public?

11 A. I wouldn't know that. I don't know if
12 that's something that they keep private or if it's
13 public record.

14 Q. All right. Just a few final questions on
15 this May 5th e-mail.

16 Dan -- well, the e-mail indicates that
17 there were two attachments. One was the
18 non-disclosure agreement that we just discussed and
19 the other one was an ACE/COD consortium agreement,
20 a PDF, is that right?

21 A. Yes.

22 (Whereupon, KB Deposition
23 Exhibit 32 was marked for
24 identification.)

1 BY MR. ROCHE:

2 Q. What I have just shown you is Exhibit 32.
3 Is that the ACE/COD consortium agreement PDF that
4 was attached to the May 5th, 2014 e-mail?

5 A. I didn't send that and I didn't open this
6 when it was sent. So when I was copied on it, I
7 didn't open it. So I can't state with 100 percent
8 certainty that this is the one that was sent in
9 that e-mail.

10 (Whereupon, KB Deposition
11 Exhibit 33 was marked for
12 identification.)

13 BY MR. ROCHE:

14 Q. I show you what's been marked as
15 Exhibit 33 to your deposition, Keith.

16 I direct your attention to the bottom
17 part, the initial e-mail here on this thread. It's
18 from you to Kathy and Karen, dated June 25th, 2014.

19 Provided -- you provide in this e-mail
20 that you want to follow up on two items; number
21 one, the consortium agreement that we sent over,
22 any idea when we might expect the executed copy
23 back. Do you see that, Keith?

24 A. Yes.

1 Q. Which consortium agreement are you
2 referring to, to the best of your recollection?

3 A. I don't -- the most recent one that was
4 sent from Dan.

5 Q. The --

6 A. The one that was sent in this e-mail on
7 May 5th, the attachment.

8 Q. Nearly six weeks have passed between the
9 time the second consortium agreement was sent and
10 your e-mail dated June 25th.

11 Were you getting nervous that the College
12 wasn't going to sign that contract?

13 A. I don't think so, because everything was
14 still moving forward and she was still planning on
15 coming to the instructor training in July, the
16 surgical skill lab, which was her first piece of
17 her instructor training.

18 And why would they not sign it if they
19 were still moving forward?

20 Q. Kathy responds on June 26. She notes that
21 among other things, I know legal here can sometimes
22 take a little while. I will forward your e-mail to
23 Tom and see if you can get a better answer.

24 Were you aware, Keith -- or strike that.

1 Was ACE aware that Kathy Cabai did not have the
2 authority to sign the contract until the legal
3 department had approved the contract as of June 26,
4 2014?

5 A. No, I wasn't aware of that, but it was
6 my -- not assumption, but I believe, based on
7 what -- the information that I was given that
8 between Tom, Karen, and Kathy that they could
9 approve a contract.

10 And legal -- the purpose of legal is to
11 approve the language, not approve whether they can
12 take on another program or not.

13 Q. What do you mean by language? Are you
14 referring --

15 A. The language.

16 Q. -- to the terms of the contract?

17 A. No. Any --

18 Q. Okay. What are you referring to?

19 A. Any language that might tip the scales in
20 our favor, such as, you know, we might be able to
21 sue you if this happens or -- you know, that kind
22 of language, where it tips the scales in the favor
23 of ACE versus College of DuPage, not -- legal
24 doesn't come back and say we're not letting you do

1 a surgical assisting program.

2 Q. It was your -- it was ACE's understanding
3 that legal lacked the ability to terminate the
4 proposed consortium surgical assisting program
5 between ACE and the College of DuPage?

6 A. Well, it's our understanding that that's
7 not the function of the legal department.

8 The function of the legal department is to
9 look at a contract and see if it's a legal contract
10 and if the language is something that's going to
11 hurt the College, not to decide whether a surgical
12 assisting program can be put into place. That's
13 the department's function.

14 MR. DAVIS: It offends him as a lawyer to hear
15 that.

16 BY MR. ROCHE:

17 Q. So I understand your testimony correctly,
18 it's ACE's understanding that the College of
19 DuPage's legal department lacked the authority to
20 terminate the surgical assisting program between
21 ACE and the College of DuPage?

22 A. It was our understanding that that is the
23 function of a legal department versus the function
24 of the education department.

1 The education department brings on a
2 program based on what the dean of their department
3 want -- the direction they want to move.

4 Then, they hand the contract off to the
5 legal department to make sure that they're not
6 going to get hurt by this -- the wording of this
7 contract.

8 MR. ROCHE: Can you just read back the question
9 for me, Liz, please?

10 (Whereupon, the record was read.)

11 THE WITNESS: That wasn't my testimony. I was
12 giving you our understanding as to what the
13 function of the legal department is versus the
14 function of the education department.

15 So I'll give you an example. If Dan
16 wanted to bring on a nursing program, he could
17 decide that 100 percent on his own.

18 He would then take a contract from the
19 nursing program, and then, send it to his attorney
20 to make sure, hey, is this going to hurt me, not --
21 and the attorney wouldn't come back and say, the
22 language is not going to hurt you, but I'm not
23 letting you do this nursing program.

24

1 BY MR. ROCHE:

2 Q. What was your understanding as to how the
3 educational department at the College of DuPage and
4 the legal department at the College of DuPage, as
5 you just testified to -- what was that
6 understanding based on?

7 A. Based on my knowledge of how departments
8 work. So I've worked with a lot of hospitals
9 trying to get contracts for Your Extra Hands
10 Surgical Services through our contract with them.

11 And so we met with a lot of hospitals.
12 The hospital would decide yes, we want to do this,
13 but let me send the contract over to legal to have
14 them read through it so we can decide based -- that
15 that contract is not going to hurt us.

16 And then, legal might make some changes in
17 the contract and send it back to us so we could
18 send it to our attorney, but they wouldn't say no,
19 we're not letting you move forward with this
20 contract, because the CEO already made that
21 decision.

22 Q. And that experience that you just
23 described with YEHSS and hospitals and ACE, that
24 had been -- that had happened to you prior to this

1 situation --

2 A. Yes.

3 Q. -- between ACE and the College of DuPage?

4 A. Yes.

5 Q. Were there ever any instances, Keith, in
6 which the hospital had agreed to the YEHSS offer,
7 if you will, and then, the legal department within
8 their particular hospital subsequently terminated
9 the proposed relationship?

10 A. There was never any instances where they
11 said legal turned this down.

12 Q. Were there ever any instances where the
13 contract ultimately wasn't agreed to, despite the
14 fact that the individuals at the hospital had
15 agreed to partner with YEHSS?

16 A. Can you state that again?

17 Q. Were there ever any instances in which
18 YEHSS and a hospital had agreed to do business and
19 the legal department ultimately terminated the
20 relationship?

21 A. No.

22 Q. No? Okay. Now, are you referring -- when
23 you're talking about this -- these instances
24 between YEHSS and hospitals, are you referring to

1 the ACE/YEHSS partnership, and then, ACE and YEHSS
2 reach out to the hospital or is this specifically
3 just amongst -- between YEHSS and the hospital?

4 A. So these were instances where -- the
5 reason YEHSS wanted to do business with ACE is
6 because we have 300 hospitals that we work with
7 across the United States.

8 So I was able to reach out to those
9 hospitals and get our foot in the door, where
10 Kyle Black wasn't able to do that.

11 Q. Was there ever a deal? Did a deal ever
12 occur between the YEHSS/ACE partnership and a
13 hospital?

14 A. No, but there was an instance that a
15 hospital really wanted to do this and they were
16 putting it through legal and they decided they were
17 going to do it on their own.

18 Q. Did -- are you aware if YEHSS took any
19 legal action?

20 A. YEHSS was going to take legal action, but
21 their attorney advised them against it because --
22 he said you got a case, but they're going to fight
23 you and it's going to be really expensive.

24 Q. Do you remember the name of YEHSS'

1 attorney?

2 A. I think Kyle Black might have brought -- I
3 don't know if he brought him with him or not but --

4 Q. Greg Hunziker?

5 A. Hunziker, yeah. I couldn't remember his
6 name, but he's the one that wrote all the legal
7 documents for YEHSS.

8 Q. And that was -- what you just described,
9 that was a situation in which the hospital agreed
10 to the YEHSS/ACE insourcing program and the legal
11 department ultimately killed the deal?

12 A. No. They did it on their own. The legal
13 department didn't kill anything. They said, hey,
14 we can take this and do it ourselves.

15 So what they did is, they opened a
16 separate company and did the same thing YEHSS was
17 doing and insourced the employees at the hospital.

18 Q. But it was the legal department in this --

19 A. No.

20 Q. -- instance that ultimately --

21 A. No. It was the program director that we
22 were working with -- not the -- the surgical
23 director that decided, hey, there's no reason we
24 can't do this on our own.

1 Now, she may have gotten that advice from
2 the legal department. I don't know.

3 Q. And this --

4 A. I don't know the back side of it.

5 Q. What was the name of the hospital, out of
6 curiosity?

7 A. Henrico Doctors'. It was three hospitals
8 in Richmond, Virginia.

9 Q. Correct me if I'm wrong, but it sounds
10 similar to what ACE is alleging happened in this
11 case with respect to COD --

12 A. It is similar.

13 Q. -- and the COD surgical assisting program.

14 A. It is similar.

15 (Whereupon, KB Deposition
16 Exhibit 34 was marked for
17 identification.)

18 BY MR. ROCHE:

19 Q. Keith, this e-mail thread marked as
20 Exhibit 34 is dated July 8th, 2014.

21 It begin -- well, the second thread is
22 from you to Kathy, in which you, again, ask about
23 the consortium contract.

24 And then, Kathy responds that the contract

1 will not be signed prior to her coming to the lab.

2 Do you see that, Keith?

3 A. Yes.

4 Q. Okay. Kathy goes on to note at the top
5 that she's beginning to get concerned, because she
6 has things booked and needs to know if she needs to
7 cancel.

8 Had you, by this time, Keith, to the best
9 of your recollection, asked Kathy or anyone at the
10 College of DuPage about the signed non-disclosure
11 agreement?

12 A. I don't believe so.

13 Q. Why not?

14 A. I don't recall why I didn't ask.

15 Q. Kathy ultimately attended the lab in
16 Denver, is that right?

17 A. Yes.

18 Q. Sometime in July --

19 A. Yes.

20 Q. -- of 2014? Did you -- were -- did you
21 attend that lab?

22 A. No.

23 Q. You were in Virginia?

24 A. Correct.

1 Q. Did you have any discussions with Dan
2 about Kathy's attendance in July of 2014 prior to
3 Kathy actually attending the lab?

4 A. So -- I think so. And I think that's what
5 stim -- the conversation between Dan and I
6 stimulated my, you know, push for the consortium
7 agreement and -- because there is a lot of -- even
8 more proprietary things in the skill lab versus the
9 on-line material -- or the outline of the on-line
10 material.

11 So we -- you know, we just wanted to
12 strengthen our contract by having it in writing
13 prior to the lab.

14 Now, the reason we let her continue to
15 come is, I mean, that's another piece of our belief
16 that there was a contract, because she attended the
17 lab at no charge, not out of the kindness of our
18 heart because we wanted to train a college to
19 compete against us but because that was part of her
20 instructor training.

21 Q. Kathy commun -- did Kathy communicate in
22 this e-mail that a signed contract is not going to
23 be in place prior to her attending the Denver lab?

24 A. A signed written contract, yes.

1 Q. Kathy notified ACE that a signed written
2 contract was not going to be in place prior to her
3 attending the Denver lab?

4 A. But only because it was still in legal and
5 Karen was out of town.

6 Q. That wasn't my question.

7 A. Yes. Yes.

8 Q. ACE still allowed Kathy to attend the lab?

9 A. Yes.

10 Q. And Kathy ultimately attended the lab. Do
11 you know if Kathy ever signed any non-disclosure
12 agreement in connection with attending the Denver
13 skills lab?

14 A. I don't think so.

15 Q. Do you know if Kathy was asked to sign any
16 sort of non-disclosure agreement as a condition on
17 attending the Denver skills lab?

18 A. I don't think so. Oh. If she was asked.
19 I believe I asked her. And she consulted with Tom.
20 And as an employee of the College, they advised her
21 against it. So --

22 Q. Do you remember when that conversation
23 occurred between you and --

24 A. It was a follow-up conversation.

1 Q. -- Kathy?

2 A. It was a follow-up from this e-mail. It
3 was a phone conversation.

4 Q. Did Kathy communicate to you during this
5 phone conversation that she was not going to sign a
6 non-disclosure agreement?

7 A. I believe she did. I mean, it's been
8 three years, again. So I'm just trying to remember
9 a phone conversation.

10 (Whereupon, KB Deposition
11 Exhibit 35 was marked for
12 identification.)

13 BY MR. ROCHE:

14 Q. Exhibit 35, in the middle of the first
15 page of this e-mail thread -- or this exhibit,
16 which is an e-mail thread, Kathy Cabai says to you,
17 I did talk to Tom and he is not comfortable signing
18 anything without having legal approve, nor with
19 Karen out of town, Kathy. Do you see that, Keith?

20 A. Yes.

21 Q. Was it your understanding at this time,
22 Keith, that the legal department had to approve the
23 terms of the contract?

24 A. Not the terms. The language.

1 Q. Was it your understanding at this time
2 that Tom Cameron did not have the authority to sign
3 the contract, absent approval from the legal
4 department?

5 A. He wasn't comfortable with signing
6 something with Karen out of town or the legal --
7 legal's approval.

8 Q. Was it your understanding that Tom Cameron
9 could not sign the contract until the legal
10 department approved?

11 A. Not necessarily. He wasn't comfortable
12 doing it. I mean, he could have but wasn't
13 comfortable.

14 Q. At this point in time, were you aware --
15 was ACE aware that Karen Solt reported to
16 Tom Cameron?

17 A. Yes. And looking back on that, it seemed
18 like a funny con -- a funny answer that he would
19 need Karen to be there. I didn't think of it at
20 the time, but looking back on it, it did seem a
21 little strange.

22 Q. Was it your understanding at this time
23 that Tom Cameron had to approve what Karen Solt
24 agreed to in connection with the ACE/COD surgical

1 assisting program?

2 A. Yes.

3 Q. And that is -- was that un -- was your
4 understanding -- ACE's understanding based on the
5 conversations that you and Kyle had with Kathy and
6 Karen and Tom in November and on December 5th,
7 2013?

8 A. Yes.

9 Q. I believe Kathy test -- or Kathy Cabai
10 attended the Denver lab, I think, July 14th through
11 the 19th of 2014 --

12 A. That sounds right.

13 Q. -- is that right?

14 A. Somewhere in that time frame.

15 Q. Okay. Somewhere in that time period? Did
16 you have any conversations with Dan while Kathy was
17 at the lab about the ACE/COD proposed consortium?

18 A. No, I don't think we did. I think we
19 talked afterwards.

20 Q. And do you recall what discussions -- what
21 was discussed between you and Dan?

22 A. I think she had a few concerns that she
23 brought up. I don't remember the specifics of
24 those. It was just minor things. And then, they

1 talked it out.

2 And I know she was having some family
3 problems at that time. I think her father and
4 mother were both ill. And she may have even had to
5 leave a day early. I'm not 100 percent sure on
6 that, but I think she did have to leave a day
7 early, because her father was in intensive care.
8 So there was some emotional issues involved there,
9 too. So --

10 Q. Do you recall if Dan told you or
11 communicated to you that the College of DuPage
12 potentially would not enter into the consortium
13 with ACE?

14 A. No, he didn't at that time.

15 (Whereupon, KB Deposition
16 Exhibit 36 was marked for
17 identification.)

18 BY MR. ROCHE:

19 Q. Okay. Exhibit 36, Keith, is a series of
20 e-mails trying to, I think, put together a go-to
21 meeting --

22 A. Right.

23 Q. -- or some sort of conference call?

24 A. Yes.

1 Q. And my question is, do you remember
2 participating -- and I'm -- this e-mail is
3 basically -- or this exhibit is basically trying to
4 just jog your memory.

5 A. Sure.

6 Q. And do you remember participating in a
7 conference call between Kathy or anyone else at the
8 College of DuPage between July 19th, 2014 and
9 August 12th of 2014?

10 A. Yes.

11 Q. Okay. And how many conversations -- how
12 many conference calls were there, if you remember?

13 A. I just remember this one.

14 Q. Okay. This one?

15 A. Yes.

16 Q. Do you remember the approximate date that
17 this conversation occurred?

18 A. I don't.

19 Q. Who is --

20 A. Let me see if I can pull it up in that
21 Exhibit 12, if you want me to.

22 Q. Sure.

23 A. It doesn't really -- I don't see a
24 specified date here, but I mean, I'll stipulate

1 that there was a --

2 Q. Sometime during that time period --

3 A. There was a conference call, yeah.

4 Q. July 19th --

5 A. Yeah.

6 Q. -- through August 12th --

7 A. Yes.

8 Q. -- at some point in time, there was a
9 conference call?

10 A. Yes.

11 Q. Who was present?

12 A. I believe three parties on their side. It
13 was Tom, Karen, Kathy, and then, Dan and myself,
14 and I don't remember if Kyle was on that call or
15 not.

16 Q. What was discussed?

17 A. So there was some -- her concerns in the
18 lab were that --

19 Q. Kathy's?

20 A. Yes. Was that there was -- it was too
21 advanced almost. There was more surgeon-like
22 performance.

23 So basically, our philosophy is that the
24 surgical assistant should replace a second surgeon

1 in the room, because that's traditionally who did
2 that job.

3 And some schools teach that person wound
4 care and suturing and that's it. And so we're kind
5 of unique in the industry, in that we teach
6 somebody to replace that second surgeon.

7 And she thought there was maybe too much
8 emphasis on surgeries. And Dan explained it to
9 them on that call that, you know, if we just spent
10 three, four, five days on just practicing suturing,
11 then there wouldn't be any like practical
12 application of that.

13 So what we do is, we teach them how to
14 suture, and then, we practically apply that to a
15 surgery. And then, we teach them how to do this
16 suture, and then, we practically apply that to a
17 surgery, so the student actually knows how to
18 perform better in the operating room when they go
19 back and work under their surgeons.

20 So in an e-mail conversation with Kathy,
21 he explained that to her. And she seemed to feel
22 better about it and explained that, you know, she
23 wasn't trying to be too critical and maybe some of
24 the emotional things that were going on with her

1 dad and mom kind of fell over into that.

2 So that was all discussed in the
3 conference call, as well as the fact that Dan has
4 been teaching surgical assisting since 1995 and is
5 the longest running on-line surgical assistant
6 instructor, wasn't ever formally trained to teach
7 on-line programs and wasn't certified.

8 So we agreed that we would put him in the
9 next available certification program. And so they
10 seemed to be okay with that at the end of that
11 conference call. So they gave us a few concerns.
12 We met their concerns.

13 Q. Once this conference call ended, were you
14 optimistic that the consortium would continue to
15 move forward?

16 A. Yes.

17 Q. Were you concerned at all that the
18 consortium would not go forward?

19 A. If I was to give you a percentage, I would
20 say I was 90 percent confident and I had that
21 little 10 percent that it might --

22 Q. Aside from the lab being too advanced and
23 Dan not being formally trained on -- to teach on an
24 on-line platform, did -- do you recall any other

1 concerns the College expressed to ACE?

2 A. No.

3 Q. Did Karen Solt at all partic -- speak
4 during this conference call --

5 A. I think --

6 Q. -- to the best of your recollection?

7 A. I'm pretty sure Kathy did -- Kathy Cabai
8 did most of the talking.

9 Q. And was Tom Cameron on this call?

10 A. Yeah, but I don't remember him
11 participating in a big way anyway.

12 I think the reason being was that Kathy
13 had the most experience with us, now that she had
14 been to the lab and she did all the writing of
15 the -- or not the writing but the rewriting of the
16 structure of the program. She was basically their
17 mouthpiece for that conversation.

18 Q. Was there any discussion on the
19 non-disclosure agreement?

20 A. No.

21 Q. Did ACE at all -- well, strike -- so you
22 did not ask anyone at -- you did not ask Karen,
23 Kathy, or Tom to sign the non-disclosure agreement
24 during this conference call?

1 A. No.

2 Q. Nor did Dan?

3 A. No, not that I remember.

4 Q. Was there any discussion about executing
5 the signed written contract?

6 A. I don't think so. I think the purpose of
7 that conference call was to discuss their concerns.
8 And so that's what we did.

9 (Whereupon, KB Deposition
10 Exhibit 37 was marked for
11 identification.)

12 BY MR. ROCHE:

13 Q. I'll show you what's been marked as
14 Exhibit 37 to your deposition, Keith.

15 This is an e-mail thread between Karen and
16 you. And if you look at the bottom, it states good
17 morning, Keith and Dan. Kathy is having some
18 family health concerns right now, so in the event
19 she is not able to send you the attached, I am
20 forwarding to you our concerns about the
21 collaboration. And that is the letter dated
22 July 30, 2014.

23 My question is, do you recall Karen Solt
24 sending you an attachment that is that letter dated

1 July 30, 2014?

2 A. Yes.

3 Q. And do you recall reviewing the letter
4 dated July 30, 2014?

5 A. I don't.

6 Q. You don't remember reviewing it?

7 A. For this -- for the purposes of this --
8 like recently or back --

9 Q. Just in your -- ever.

10 A. I'm sure I looked at it back three years
11 ago -- or two and a half years ago.

12 Q. I'm just trying to get the chronology
13 correct.

14 Was that conference call you testified
15 about a few minutes ago -- did that conference call
16 occur after that letter was sent to ACE?

17 A. Yes, but I don't believe -- the answer is
18 yes, but I don't believe that all of this was
19 discussed in the conference call, because Dan had
20 e-mailed her back to already -- so you could see
21 the ACE response -- or ACE responses, or maybe
22 that's not in this, but he had e-mailed her back to
23 answer all of these concerns.

24 Q. Yeah, I know what e-mail you're referring

1 to, the one that --

2 A. Right.

3 Q. The lengthy --

4 A. It's got the -- in red is the ACE
5 response. So I don't think we had to discuss all
6 of this on the conference call.

7 And that's maybe why I'm not as familiar
8 with this as I am with what we -- because I was
9 involved in the conference call. I wasn't involved
10 in the back and forth on the letter.

11 (Whereupon, KB Deposition
12 Exhibit 38 was marked for
13 identification.)

14 BY MR. ROCHE:

15 Q. I'll show you what's been marked as
16 Exhibit 38 to your deposition, Keith.

17 Are you -- is this exhibit what you just
18 testified to that you remember with the red and
19 blue --

20 A. Yes.

21 Q. -- the e-mail? Okay. So this is an
22 e-mail from Dan to Karen. You're copied on it.

23 A. Uh-huh.

24 Q. There's two attachments.

1 COD concerns.pdf, and then, ACE COD consortium
2 agreement.pdf.

3 In the body of the e-mail, Dan writes in
4 the second paragraph, I have attached the most
5 recent consortium agreement.

6 Let's just stop there. Is this a
7 different consortium agreement than the one that
8 was sent on May 5th, 2014?

9 A. I don't recall.

10 Q. Dan goes on to note that it appears that
11 some of your concerns may have come from a template
12 agreement we sent to you in order to start our
13 negotiations.

14 Do you know what template agreement
15 Dan Bump was referring to?

16 A. I think he might have resent the tem --
17 the first template the second time, even though we
18 had discussed changing the price.

19 Q. What template agreement is Dan referring
20 to?

21 A. A template that he created. So he created
22 the original template for the consortium agreement
23 for them, and then, instead of changing the price
24 on the second one, I think he might have just sent

1 the template with the same price, because the two
2 that you gave me both had the same amount for --
3 that ACE gets paid.

4 And I think he probably meant -- because
5 that was after the discussions that we had about
6 her teaching and us charging less. So I think one
7 of their concerns was the amount that they were
8 going to be charged.

9 And so that's the only reason that he
10 would have attached this revised agreement. So if
11 you look at both of those, they both had 4,380 on
12 them.

13 Q. Exhibit 32, is that the template agreement
14 Dan Bump is referring to?

15 A. Yes.

16 Q. Can I just see it real fast? Dan goes on
17 to write, we said to you in order to start our
18 negotiations. What did Dan mean by that?

19 A. So when we first met with them --

20 Q. In November 2013?

21 A. Right. We -- I thought that we had sent
22 them the template agreement at that time with the
23 4,400 on there based on notes here. And I'm
24 assuming Dan thought that, too.

1 So then, he resent the template agreement
2 the second time, which was Exhibit 32.

3 Q. And that's Exhibit -- that's the
4 attachment as Exhibit A to your -- to ACE's
5 complaint, correct?

6 A. Well, it's not -- the template agreement
7 is not in here. The --

8 Q. No, but --

9 A. -- consortium proposal is, but in the
10 e-mail, we thought we had sent the template
11 agreement with that. It may have been --

12 Q. Yes.

13 A. -- my mistake that it didn't get included.

14 Q. It wasn't included in the actual --

15 A. In the e-mail?

16 Q. -- complaint, but the template
17 agreement --

18 A. Was not included --

19 Q. Was the template agreement sent as part of
20 this e-mail on November 21, 2013 that's attached as
21 Exhibit A to the complaint?

22 A. No.

23 Q. No? That's not the template agreement?

24 A. It's not on there.

1 Q. Is that --

2 A. There's no template agreement in the
3 attachment.

4 Q. No. It states consortium agreement.

5 A. Right.

6 Q. I guess --

7 A. Oh, I'm sorry.

8 Q. Is it --

9 A. I'm thinking non-disclosure. My mind's --

10 Q. It's been a long day.

11 A. So yes, that is the template agreement. I
12 apologize.

13 Q. That's the attachment as Exhibit A to the
14 complaint?

15 A. Correct.

16 Q. All right. Dan goes on to state in this
17 e-mail, Keith, the attached agreement is the one
18 that was modified to take our negotiations into
19 account and sent to you later for your
20 consideration.

21 What did Dan mean by -- well, strike that.
22 I'm sure I asked Dan a gazillion questions about
23 this.

24 A. Yeah, I don't know if I can testify as to

1 what Dan meant.

2 (Whereupon, KB Deposition
3 Exhibit 39 was marked for
4 identification.)

5 BY MR. ROCHE:

6 Q. Exhibit 39, Keith, you were apparently
7 copied on this.

8 Do you have any recollection as to why
9 Dan Bump wanted to recall the message in response
10 to COD concerns?

11 A. I don't know.

12 Q. Did you have any conversations with Dan
13 about his e-mail that was Exhibit 38?

14 A. Again? Sorry. Could you repeat that?

15 Q. Did you have any discussions with Dan
16 about the e-mail that Dan sent, which is
17 Exhibit 38? It's the red and the blue --

18 A. Oh, I'm sure I did, but I don't
19 remember -- he had stated he had -- these are all
20 things that he could answer. So he didn't need
21 really any input from me on that, because it was
22 all stuff to do with the program. So --

23 Q. Do you recall the substance of the
24 discussions --

1 A. No.

2 Q. -- with Dan about Exhibit 38?

3 A. No.

4 (Whereupon, KB Deposition
5 Exhibit 40 was marked for
6 identification.)

7 BY MR. ROCHE:

8 Q. Exhibit 40, Keith, is another compilation
9 of various e-mails that appear to indicate that ACE
10 and COD representatives are trying to participate
11 in another conference call.

12 A. Uh-huh.

13 Q. My question is, do you recall
14 participating in a conference call around this time
15 period, the end of August, early September?

16 A. Yes.

17 Q. Who was --

18 A. I think I'm confusing this one with the
19 conference call that we spoke about earlier,
20 because this was -- this would be the one where
21 they talked about Dan not having certification for
22 on-line training and -- so --

23 Q. The College of DuPage ultimately notified
24 ACE that it was no longer going to proceed with the

1 ACE/COD surgical assisting program in September of
2 2014, is that accurate?

3 A. Yes.

4 Q. Between the time that ACE received
5 notification that the College was no longer going
6 to move forward and the time Kathy Cabai attended
7 the Denver skills lab in July of 2014, how many
8 discussions, conference calls do you remember
9 participating in with the College of DuPage?

10 A. I remember Dan having those e-mails, and
11 then, that conference call.

12 Q. One con -- okay.

13 A. Yeah. Correct.

14 Q. You recall one -- you believe, as you sit
15 here today, that there was one conference call
16 between the Denver skills lab and September 2014?

17 A. Yes.

18 Q. And that was the conference call in which
19 the COD -- in which, yeah, the College expressed
20 concerns with Dan's -- with the skills lab and
21 Dan's on-line resume?

22 A. Certification, yes.

23 Q. Certification. All right.

24

1 (Whereupon, KB Deposition
2 Exhibit 41 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. I'll show you what's been marked as
6 Exhibit 41 to your deposition, Keith. Do you
7 recall receiving that e-mail?

8 A. Yes.

9 Q. What was your reaction when you received
10 it?

11 A. Disappointment maybe. I put a lot of time
12 into this, and now, they're -- my feeling was, they
13 weren't going to do a surgical assisting program,
14 that this was -- I mean, they decided just not to
15 do it.

16 Surprised, because I don't necessarily get
17 that feeling from the conference call, felt like we
18 had met all their concerns on the conference call.

19 There were classes that Dan could have
20 taken that he could have been ready for the January
21 2015 certification -- to be certified. The program
22 has already been in place. We've been teaching it
23 since -- or he had been teaching it since 1995.

24 Q. Did anyone at the College of DuPage tell

1 you -- communicate to ACE that the College was not
2 going to move forward with a surgical assistant
3 program?

4 A. I don't think so. I think it was just my
5 assumption that we brought this to them. They
6 weren't in the process of building one on their
7 own. It's our -- it was our program. How can they
8 all of a sudden just turn around and take it and
9 use it?

10 Q. She -- she, being Karen Solt, in the
11 middle of this e-mail notes -- states that the
12 other issue of a contemporary curriculum in this
13 discipline is also something that would take a fair
14 amount of time to revise, and then, prepare.

15 Do you remember during that conference
16 call we've discussed, in which Dan -- COD expressed
17 its concerns, was one of the concerns that was
18 discussed during that call the issue of the ACE
19 curriculum?

20 A. Just -- the only thing I can recall is
21 that it was going to be Dan presenting it and he
22 wasn't certified.

23 Now, they had -- they had our curriculum
24 for -- since November. They restructured it,

1 presented it to the College for approval and got
2 approval, presented it to the State and got
3 approval, and then -- so our feeling, when we found
4 out they were actually doing a program on their
5 own, was that they had all that, got it approved,
6 never complained about the on-line curriculum at
7 all until they got the last piece of what they
8 needed from us, which was the surgical skill lab,
9 and now -- now that they've got everything, here
10 come concerns.

11 Q. Had the College -- prior to Kathy
12 attending the lab, had the College of DuPage
13 expressed any concerns with the curriculum to ACE?

14 A. No.

15 Q. Had the College of DuPage expressed any
16 issues concerning the on-line SurgiNet program
17 prior to Kathy attending the skills lab in July in
18 2014?

19 A. Only that it needed to be Blackboard. It
20 needed to be able to be presented through
21 Blackboard.

22 Q. Did ACE ever invest any money or pay any
23 money to Blackboard in connection with starting a
24 language -- or learning management system?

1 A. So we spoke to Blackboard way ahead of
2 time. They said, you just need to contact us
3 within 90 days of your delivery date so we'll have
4 that amount of time to get you integrated with the
5 College of DuPage's system.

6 So we expressed that to them. And we even
7 said, you know, we're going to start -- we're going
8 to do it in the middle of August, because we know
9 how things happen. They say 90 days and it takes
10 100 days. So we don't want to put it right up to
11 that point.

12 So it was our plan that we would start in
13 the middle of August with Blackboard. It was only
14 a \$2,000 investment and --

15 Q. Did ACE ever pay Blackboard any sum of
16 money?

17 A. No, because we never got to the point
18 where it was time to start that.

19 Q. For the ACE SurgiNet program, Dan Bump
20 testified that each student, when they would start
21 their -- the latest on-line module, they would
22 first take a pretest, depending on how they did,
23 and then, there would ultimately be a unit test?

24 A. Right.

1 Q. Who drafted the questions for the pretest
2 for each on-line module?

3 A. Dan wrote all of it.

4 Q. Dan wrote the pretest questions?

5 A. Pretest, yes.

6 Q. Did Dan also write the unit test
7 questions?

8 A. Yes.

9 MR. ROCHE: Okay. I think now is a good time
10 to break. I have about another hour.

11 (A short break was taken.)

12 BY MR. ROCHE:

13 Q. Keith, you testified earlier about
14 instances in which ACE would interact with various
15 hospitals.

16 A. Yes.

17 Q. Do you recall that testimony?

18 A. Yes.

19 Q. Did ACE ever enter into any written
20 contracts with hospitals to provide the ACE
21 surgical assistant program?

22 A. Yes. We have over 300.

23 Q. Contracts with hospitals?

24 A. Yes, for -- because we have to have a

1 clinical affiliation agreement for the student to
2 be able to do their clinicals at the hospital.

3 So they're not able to just come do the
4 on-line training and six-day surgical skill lab,
5 and then, just go off on their own.

6 We do an affiliation agreement with the
7 hospital that makes them an extension of the
8 school. And we also do agreements with the
9 surgeons that makes them basically adjunct faculty
10 so that they can do the clinicals under their
11 direction.

12 Q. These agreements with the hospitals that
13 you just referred to, they're memorialized in
14 writing?

15 A. Yes.

16 Q. And prior to ACE's involvement with the
17 College of DuPage, had these written agreements
18 with hospitals?

19 A. Yes, since we were open in 2003.

20 Q. Describe the process with respect to the
21 hospital as to how it would enter into agreements
22 with ACE.

23 A. So the student enrolls in the program.
24 They give us the contact information for the person

1 who would be our point of contact with -- at the
2 hospital.

3 The program director, Dan, then
4 communicates with that person to find out who he
5 should send the contract to. Sometimes, it's the
6 education director. Sometimes, it's the -- it
7 could even be the VP of nursing. So it's different
8 at every hospital. There's no standard.

9 And then, there's typical -- two types of
10 contracts that we can use. We can send them ours
11 and they can send it through legal, or a lot of
12 times, we'll accept theirs, because it's already
13 approved by their legal department.

14 So -- and that being the case, they send
15 us theirs, Dan looks over it, and if there's
16 anything that he doesn't like, he would let the
17 attorney look at it, sign off on it, send it back
18 to them for their signature, and then, they'd send
19 it back to us.

20 Q. In the instances where ACE, through Dan,
21 would send the ACE draft contract, were there
22 instances in which the hospital would come back
23 with modifications --

24 A. Yes.

1 Q. -- or changes to the particular contract?

2 A. Yes.

3 Q. Prior to ACE's relationship with the
4 College of DuPage, were there ever any instances
5 with the hospitals in which the hospitals would
6 reject ACE's contract, just summarily --

7 A. No.

8 Q. -- reject the contract?

9 A. No.

10 Q. No?

11 A. It's standard practice in our industry.

12 Q. Would ACE -- in connection with trying to
13 enter into these affiliation agreements or whatever
14 types of contracts with the hospitals you're
15 describing, would ACE send any informational
16 material about the ACE surgical assisting program
17 to these hospitals?

18 A. No. It was basically just an e-mail
19 saying your employee, stating their name, has
20 enrolled in our surgical assisting program. As
21 part of that program, it includes clinicals done at
22 your hospital.

23 And most of the people that we're talking
24 to know how it works, because they've had multiple

1 people go through either our program or another one
2 like it previously.

3 And a lot of times, a student will enroll
4 and will already have a clinical affiliation
5 agreement with the hospital, because we have so
6 many.

7 So we're talking with people who kind of
8 know how it works. If it's a new OR director that
9 maybe has not had that situation, they might ask
10 questions about it, but it's never been rejected.

11 Q. It was not ACE's --

12 A. Not that I know of.

13 Q. It's not ACE's custom and practice to send
14 hospitals ACE's curriculum in connection with
15 trying to enter into affiliations?

16 A. Not unless they ask for it, but I mean,
17 it's very few and far between.

18 Q. Were there -- but there were instances in
19 which a hospital would ask for the ACE curriculum?

20 A. The only instance would be if the hospital
21 is initiating the enrollment.

22 So Henrico Doctors' wants to enroll three
23 people. So the OR director calls me directly, and
24 instead of sending the student the information, I

1 send that enrollment information directly to the OR
2 director, and then, they handle everything.

3 That's typically when they would receive
4 the information rather than the student.

5 Q. Would they -- in certain instances, would
6 they receive the ACE curriculum? Would you send it
7 to them?

8 A. Not the curriculum. The catalog. I would
9 send them the catalog.

10 Q. The program catalog, is that --

11 A. Correct.

12 Q. -- what you're referring to?

13 A. But not the master curriculum. We'd never
14 send that out.

15 Q. Okay. And in connection with sending the
16 hospitals the program catalog, would you ask for
17 any sort of confidentiality agreement with the
18 hospital?

19 A. No.

20 Q. Let's move on. Let's go back to the
21 complaint, which I think is Exhibit 2.

22 I wanted to discuss ACE's fraud count
23 that's been brought against all defendants. So
24 let's turn to Page 8 of this -- of your -- of the

1 ACE complaint, Keith.

2 Count III states fraud as to all
3 defendants. And there's five defendants,
4 Karen Solt, Tom Cameron, Kathy Cabai, the College
5 of DuPage, and the School District -- Community
6 College District 502.

7 Aside from Mr. Cameron, Ms. Solt, and
8 Ms. Cabai, were there any other representatives of
9 the College of DuPage who made fraudulent
10 statements to ACE?

11 A. No.

12 Q. I'm sorry?

13 A. Not that I know of.

14 Q. Okay. All right. Thomas Cameron. What
15 false statement of fact did Thomas Cameron ever
16 communicate to ACE?

17 A. On Tom's part, it may have been
18 implication -- implied that there was a -- that
19 they were moving forward to present our program to
20 their students in a consortium agreement.

21 I don't know that I ever heard that
22 directly from him, though. Most of my
23 communications, other than those two calls, he
24 wasn't involved in.

1 Q. And were those the only -- aside from
2 being maybe, perhaps, copied on some e-mails that
3 we've looked at, were the only other times you
4 communicated with Tom were on -- was when he
5 participated on these two conference calls?

6 A. Correct.

7 Q. You never met Tom personal --

8 A. No.

9 Q. -- in person?

10 A. No.

11 Q. During the two times that Tom was on the
12 conference calls, do you recall Tom Cameron making
13 any false statements of fact --

14 A. I don't.

15 Q. -- to ACE?

16 A. I don't.

17 Q. Okay. Karen Solt. What false statements
18 of fact did Karen Solt make to ACE?

19 A. Statements?

20 Q. Yes.

21 A. Well, if they -- if she said they're ready
22 to move forward, and then, they're not, and they
23 move forward -- this is my perspective now. I'm
24 not a lawyer. So --

1 Q. But you are -- be aware you are
2 testifying --

3 A. Sure.

4 Q. -- as a corporate representative for ACE.

5 A. Sure. So if she states in an e-mail,
6 we're ready to move forward, which we feel like
7 that constitutes a verbal contract, and then, they
8 continue to take pieces of our program until they
9 get the last piece, and then, all of a sudden, we
10 don't want to move forward anymore.

11 Q. When you're testifying move forward, are
12 you referring to the December 9th, 2013 e-mail --

13 A. Yes.

14 Q. -- from Karen?

15 A. Yes.

16 Q. Aside from that e-mail, Keith, are there
17 any other false statements of fact that Karen Solt
18 made to ACE?

19 A. Not that I can recall at the time.

20 Q. Kathy Cabai. What false statements of
21 fact did Kathy Cabai communicate to ACE?

22 A. Statements -- I can't pull a specific
23 statement, other than when she talked about
24 everything's approved, we're ready to move forward,

1 can't think about -- can't think of three better
2 guys to be on track with -- on track to do this
3 with, couldn't have done it without Keith and Kyle,
4 and then, coming to our lab with false pretenses.
5 Other than those, I can't think of anything.

6 MR. ROCHE: Can you read the answer back?

7 (Whereupon, the record was read.)

8 BY MR. ROCHE:

9 Q. When you testified that Kathy Cabai told
10 you everything's approved, are you referring to the
11 April 23rd, 2014 e-mail from Kathy, which is
12 Exhibit 29?

13 A. Yes.

14 Q. Keith, in Exhibit 29, Kathy doesn't state
15 that everything has been approved. She does state
16 that all of the classes passed ICCB. Do you see
17 that?

18 A. Which was the last stage of approval. I
19 do see that.

20 Q. Right.

21 A. Yes, I'm -- I was just going from memory.

22 Q. Sure. Of course. So I understand it
23 correctly, though, when you stated that one of the
24 false statements of fact she said was everything

1 was approved, you're referring to Exhibit 29?

2 A. Yes. Correct.

3 Q. You also said that a false statement of
4 fact Kathy made was that COD was ready to move
5 forward?

6 A. Let me pull out that --

7 Q. Are you also referring to the statement in
8 Exhibit 29 in which Kathy states we are good to go?

9 A. Getting ready to go.

10 Q. What does it say, actually?

11 A. It says we are ready to go.

12 Q. And that's what you're referring to --

13 A. Yes.

14 Q. -- when you've stated that she said we're
15 ready to move forward?

16 The statement three better guys to work
17 with, do you recall what you're referencing there?

18 A. I thought that was in the same e-mail.
19 Where are my -- it was in the notes in the attached
20 copy that I gave you in the beginning of today's --

21 Q. We marked it as an exhibit, didn't we?

22 A. Exhibit 19, I think.

23 MR. DAVIS: Yep.

24 THE WITNESS: Do you want me to read it for

1 you?

2 BY MR. ROCHE:

3 Q. Please.

4 A. I think this is an exciting time for COD.
5 It's taken me five years to get them to approve.
6 The day Keith and Kyle walked into my lab was a
7 wonderful day for me. I'm sad that this is what it
8 took for College of DuPage to finally say okay, but
9 the outcome is all that matters. It's here.

10 I sent the e-mails out to the last two
11 years' worth of graduates and the e-mails are
12 streaming back. Exciting time for COD. I cannot
13 ask for three better guys to be on this train with.

14 Q. What about those statements is false?

15 A. Because that constituted a contract. They
16 moved forward with the contract in place until they
17 get all the pieces of the program, and then, under
18 false pretenses, backed out after -- so if they had
19 planned to back out all along and needed to get all
20 the information, this could have been false.

21 Q. As you sit here today, Keith, you had
22 several interactions with Kathy throughout a
23 nine-month period, right?

24 Do you truly believe that Kathy, at this

1 point in time when she wrote this e-mail, was
2 intending to misappropriate and steal and commit
3 fraud on ACE?

4 A. I don't know. I didn't think the outcome
5 would be what it was either.

6 Q. Is it possible that Kathy -- the
7 statements in this were genuine and truthful at the
8 time they were made?

9 A. It's possible, but it's possible that they
10 weren't, too.

11 Q. What do you believe as you sit here now?

12 A. At that time, I believed what she said,
13 but when you look back on things, the way it turned
14 out and how it turned out, there's some things that
15 start to make a little sense, that it could have
16 been that they were just milking us for all the
17 pieces of our program, so that eventually, they
18 could just take and run with it.

19 Q. When you testified that another false
20 statement made by Kathy Cabai was that she or we or
21 COD couldn't have done it without you, what are you
22 referring to there when you make that statement?

23 A. That she had been trying to get College of
24 DuPage to do this for five years, and Keith and

1 Kyle walked into my lab that day and it was a
2 wonderful day for me, I'm sad that that's what it
3 took to get College of DuPage to finally say okay.

4 Q. You're referring to what is -- what Kathy
5 writes in Exhibit 19 --

6 A. Yes.

7 Q. -- to your deposition?

8 A. Yes.

9 Q. Okay. And the last one was, you testified
10 that Kathy came to the Denver lab with false
11 pretenses.

12 What -- why do you believe Kathy Cabai
13 came to the lab with false pretenses?

14 A. Because everything was moving along
15 smoothly. They never had any objections to the
16 on-line curriculum. They asked for our help in
17 multiple situations to help get it passed through
18 the State.

19 And then, once they come to the lab, not
20 did they just have concerns about the lab, but they
21 had concerns about something that they've had in
22 their possession for months.

23 Q. What?

24 A. The curriculum. And Dan being certified

1 as a -- I mean, they -- it's not something that
2 they couldn't have asked before they came to the
3 lab, which tells me that maybe they knew that they
4 were not going to -- they just needed that last
5 piece.

6 Q. Did anyone at the College of DuPage have
7 access to the unit tests that Dan Bump created?

8 A. I don't have the answer to that. We were
9 going to look into that, remember?

10 Q. That's right.

11 A. As far as --

12 Q. That's right. And whether anyone at the
13 College of DuPage had access --

14 A. The password to get in.

15 Q. Had the password to access the pretests?

16 A. Right.

17 Q. I'll direct your attention to
18 Paragraph 45.

19 Paragraph 45 alleges COD, Cabai, Solt, and
20 Cameron initially proposed to ACE that COD would
21 work with ACE based upon -- based on the
22 proprietary information that ACE provided as to how
23 to organize the program to allow ACE to promote and
24 run the program at COD.

1 When ACE states that the defendants
2 initially proposed to ACE that COD would work with
3 ACE, was -- is this in reference to the
4 communications that occurred in November and
5 December of 2013?

6 A. Yes.

7 Q. Is this more specifically -- does this
8 paragraph refer to communications that occurred
9 prior to December 9, 2013?

10 A. I guess the word initially would refer to
11 those discussions, but there were ongoing
12 discussions that continued that same statement.

13 Q. At the time -- well, strike that.
14 Paragraph 48 states that the representations of
15 defendants were part of a scheme, in which they
16 used ACE's knowledge and expertise, so on and so
17 forth. Please just take a minute to read that
18 paragraph.

19 My question is, what was the scheme
20 referred to in this paragraph?

21 A. So like I said, they got all of our --
22 they led us to believe that we were going to be in
23 a consortium.

24 They got every piece of our program a

1 little bit at a time. We consulted with them on
2 how to restructure the program for the semester
3 system.

4 Then, when they finally -- when they
5 finally got the last piece of the program, all the
6 concerns popped up, concerns about things that they
7 have had forever. So I mean, that would be a
8 textbook definition of a scheme, I would think.

9 Q. Paragraph 52 on the next page, in reliance
10 on defendants' representations, ACE provided the
11 defendants with the proprietary information, then
12 executed a new note calling for 3,000 per month
13 payments instead of \$5,000 per month.

14 What is that -- the second part of that
15 sentence, executing a new note, do you know what
16 that --

17 A. I don't know.

18 Q. -- is referring to?

19 A. I don't know what that's referring to.

20 Q. Does that have anything to do with this
21 case?

22 A. Again, I don't know what that's referring
23 to.

24

1 (Whereupon, KB Deposition
2 Exhibit 42 was marked for
3 identification.)

4 BY MR. ROCHE:

5 Q. I show you what's been marked as
6 Exhibit 42 to your deposition, Keith.

7 Is this a document that you gave me
8 earlier in your deposition this morning?

9 A. It is.

10 Q. Describe the document for me.

11 A. It's a comparison between the ACE surgical
12 assisting program and the College of DuPage
13 surgical assisting program.

14 Q. Who prepared this document?

15 A. Dan Bump.

16 Q. I haven't had a chance to --

17 A. Sure.

18 Q. -- review this document in depth, Keith.
19 My question is, is this everything that relates
20 to -- has everything been produced in this
21 litigation relating to the ACE curriculum and the
22 COD curriculum?

23 A. As far as I know.

24 Q. Okay. And -- okay. This is all?

1 A. Yes.

2 Q. This is everything?

3 A. Yes.

4 Q. Page 2, if you look just in the middle, in
5 the column COD, there's some N/A.

6 A. Right.

7 Q. What does that stand for?

8 A. So on the lab -- we present a six-day
9 surgical skill lab. The first day of the lab is
10 suturing and tying. And then, subsequent days are
11 simulated surgeries on those surgical simulators to
12 help reinforce the suture and tie techniques that
13 they learn.

14 The reason it's N/A under College of
15 DuPage is, now that they're not in a consortium
16 with ACE, they're doing their own program, they
17 would not be able to present the other six days
18 because of the surgical simulators that we would
19 have been providing for them under the consortium
20 agreement. So they're only able to teach the first
21 day, which is the suturing and tying day.

22 Now, we have a colleague in Chicago that
23 teaches a cadaver lab. He has a cadaver lab. He
24 called me and said that College of DuPage had

1 recently reached out to him to see if he could
2 teach some of the surgery stuff to make up for what
3 they weren't going to be able to teach because of
4 the missing parts of our lab.

5 Q. What is his name?

6 A. John Kane.

7 Q. Can you spell his last name?

8 A. K-a-n-e.

9 Q. What does the N/A stand for?

10 A. That means that that's not available in
11 their curriculum. So it's not that they changed
12 anything. They deleted the parts that would --
13 that they wouldn't have the expertise or the
14 materials to teach.

15 Q. And the N/A is referring to the lab --

16 A. Correct.

17 Q. -- that's put on by --

18 A. Right. So we --

19 Q. -- COD?

20 A. Yeah. We do a total abdominal
21 hysterectomy. They're not able to do that, because
22 they don't have the simulator.

23 They don't do the second day of basic and
24 advanced suturing and tying. They only do the

1 first day. So they're leaving out -- I mean,
2 there's a lot that's been deleted, which doesn't
3 mean that they didn't take the first day -- you
4 know, take the first day of our lab. I mean, if
5 you got a cat and you shave it, it's still a cat.

6 Q. Are the labs the same?

7 A. The first day of the lab is the same as
8 our -- the first day of our lab.

9 Q. Okay. What about the remaining days of
10 the --

11 A. They just deleted it.

12 Q. What about the remaining days of the labs?
13 Are --

14 A. They don't --

15 Q. Are they the same format and same
16 topics --

17 A. They didn't --

18 Q. -- covered?

19 A. They don't do it at all. They deleted it.

20 Q. That wasn't my question. Are they the
21 same?

22 A. How can they be the same if they're not
23 doing it?

24 Q. They're not the same then? You would

1 agree with that?

2 A. The first day of the lab is exactly the
3 same day as the first day of our lab.

4 Q. But Day 2 through the completion of the
5 lab, both -- are different between the College of
6 DuPage and ACE, correct?

7 A. Well, if one has a lab and the other one
8 is not even there, I guess it is -- it's different.
9 It's just -- it's not that they're teaching
10 something different. They're just not teaching a
11 piece of what they learned from us.

12 Q. College of DuPage, the curriculum -- the
13 column ST2501, MOD1, do you see that?

14 A. 200 or 201? Are we on the first page?

15 Q. I'm on Page 1. ST --

16 A. Okay. Yes.

17 Q. -- 2501, MOD1?

18 A. Correct.

19 Q. Do you know what that stands for?

20 A. That's the section and the module.

21 Q. What documents did Dan Bump review in
22 connection with preparing this summary analysis
23 that he did of College of DuPage's curriculum?

24 A. Our master curriculum and their master

1 curriculum.

2 Q. Do you know -- can you identify by Bates
3 label the College of DuPage's master curriculum
4 that Dan Bump reviewed in connection with preparing
5 this analysis?

6 A. I can't.

7 Q. Is the curriculum that's necessary to
8 institute a surgical assistant program available
9 on-line?

10 A. I wouldn't know that.

11 Q. Are you aware if the curriculum necessary
12 to institute a surgical assistant program can be --
13 is available from the AST?

14 A. I don't know if it's the AST. It may be
15 available from CAAHEP.

16 Q. Are you aware if it's available from the
17 ABSA?

18 A. No, it's not. I do know our curriculum is
19 not available -- readily available on-line without
20 us giving somebody our master curriculum.

21 Q. Students --

22 A. No, they don't get -- they log on and they
23 don't get that master curriculum outline, like we
24 would give to College of DuPage.

1 Q. Students are available to access and
2 download the syllabi --

3 A. Correct.

4 Q. -- for each on-line module?

5 A. Correct.

6 Q. And if you take each on-line module that
7 ACE offers and put it all together in one document,
8 that constitutes the master curriculum, does it
9 not?

10 A. Okay. I would agree to that.

11 Q. Did you review, in connection with
12 preparing for today's deposition, Dan Bump's
13 deposition testimony?

14 A. No.

15 Q. Dan Bump testified that the ACE curriculum
16 comprised 50 percent or so of the AST curriculum.

17 Do you know if Dan Bump, in preparing this
18 comparison and analysis study, separated what the
19 A -- what the ACE curriculum identified in this
20 document was taken from the AST curriculum?

21 A. I do not know.

22 Q. Okay. I think the last two -- the last
23 exhibit -- so we're going to do a comparison of the
24 ACE self-study and the College of DuPage

1 self-study. Here's ACE's self-study. There's a
2 lot here.

3 A. Sorry.

4 Q. It's a big exhibit.

5 MR. DAVIS: I actually have a PDF copy of it.

6 Is this the -- this is the COD --

7 MR. ROCHE: Right.

8 MR. DAVIS: That's COD.

9 THE WITNESS: This one is ACE.

10 MR. DAVIS: Oh, okay. You produced COD's.

11 MR. ROCHE: Uh-huh.

12 MR. DAVIS: Yeah.

13 MR. ROCHE: Yeah.

14 MR. DAVIS: I have it on my computer.

15 MR. ROCHE: All right.

16 MR. DAVIS: Do you have ACE's on -- in a PDF?

17 MR. ROCHE: You might. You produced ACE's.

18 MR. DAVIS: I produced ACE's. So --

19 MR. ROCHE: It's got to be -- I could send you
20 a PDF. Do you want me to do it now or --

21 MR. DAVIS: No, no. I've got a PDF of their --

22 MR. ROCHE: Oh, all right.

23 MR. DAVIS: So --

24

1 BY MR. ROCHE:

2 Q. All right, Keith. I'm not sure what
3 exhibit. We've looked at it, the ACE self-study.

4 A. I have it 42, the sixth page of 42. It's
5 on the back -- the last page of the curriculum
6 comparison. You just had it out.

7 Q. What do you mean? What are you referring
8 to? The last page, what is it?

9 A. It's the self-study comparison. Is that
10 what you were looking for? It looks like that.
11 It's on the back page of this.

12 Q. Yeah, let me -- oh, here we go. Hold on.
13 Keith, what -- tell me, what are -- going through
14 College of DuPage's self-study and comparing it
15 with the ACE self-study, what did the College of
16 DuPage copy within ACE's self-study?

17 A. So we didn't find any significant things
18 that like were copied and pasted.

19 Q. Did you find anything?

20 A. I didn't do the review. Dan did. He
21 didn't -- he said he -- the only thing might have
22 been that they got inspiration from ours to know
23 what kind of questions would be asked in their
24 self-study.

1 Now, their self-study should be different
2 from ours. They're a different institution. They
3 had to restructure the program so it would be -- it
4 should be different than ours.

5 Q. ACE alleges in this -- in its complaint
6 that among other things, College of DuPage used
7 ACE's self-study to prepare its own self-study.

8 A. Well, that could be --

9 Q. Hold on.

10 A. I'm sorry.

11 Q. There's no question --

12 A. Sorry.

13 Q. -- all right? I believe you just
14 testified that there's nothing specific from the
15 ACE self-study that is incorporated into this
16 exhibit, the College of DuPage self-study, is that
17 accurate?

18 A. It wasn't copied. There was no
19 significant exact matches.

20 Q. Was anything copied -- based on your
21 review and Dan's review, was -- did the College of
22 DuPage copy anything from the ACE self-study?

23 A. No. It doesn't mean they didn't use our
24 self-study to prepare themselves to write their

1 own. Otherwise, why would she have asked for it?
2 She didn't ask for it just so she would have some
3 light reading for the weekend.

4 Q. How do you know she asked for the
5 ACE self-study? What's your basis for that
6 statement?

7 A. She asked us for it.

8 Q. Did she ask you personally?

9 A. I'm pretty sure it's in e-mails that she
10 asked for the --

11 Q. Can you point to an e-mail?

12 MR. DAVIS: Do you want me to point to an
13 e-mail?

14 MR. ROCHE: Sure.

15 THE WITNESS: I'm pretty sure --

16 MR. ROCHE: If you can point to the e-mail --

17 MR. DAVIS: Sure.

18 MR. ROCHE: -- that Keith is referring to,
19 that's great.

20 THE WITNESS: And she asked for it to be mailed
21 to her house and gave us the address.

22 MR. DAVIS: It's an e-mail dated Monday,
23 May 5th, 2014.

24 Is there any way you have a high-speed

1 scanner that you can just scan the self-study? If
2 you don't own one, you need to buy one. All the
3 additional help you can provide me will make my
4 life easier.

5 THE WITNESS: And there should be a subsequent
6 e-mail that gives us her home address to mail it
7 to.

8 MR. ROCHE: Mike, can you tell me what time of
9 day that e-mail was sent?

10 MR. DAVIS: It was sent at 4:57 p.m. Subject,
11 consortium contract. It was Exhibit J to the
12 defendant's -- the deps that I took of the
13 defendant.

14 MR. ROCHE: Right. We need to go off the
15 record for a minute.

16 (Discussion off the record.)

17 (Whereupon, KB Deposition
18 Exhibit 43 and Exhibit 44 were
19 marked for identification.)

20 BY MR. ROCHE:

21 Q. Keith, I show you what's been marked as
22 Exhibit 44 to your deposition.

23 At the bottom portion of this first page,
24 Kathy Cabai to Dan Bump at 4:57 p.m., is it your

1 testimony that this e-mail from Kathy to Dan is
2 where she requests ACE send her the -- ACE's
3 self-study?

4 A. Yes. And then, there should be a
5 subsequent e-mail that sends Maggie an e-mail
6 stating get this started for her.

7 And then, she send -- Maggie sends Kathy
8 an e-mail saying where do you want the self-study
9 sent. And then, she replied with her home address.

10 Q. Look at the first e-mail on this thread,
11 Keith. It's an e-mail from Dan to Kathy, in which
12 Dan states in the third sentence, I will also be
13 getting you a copy of our self- study.

14 That is a big copying job and I don't know
15 if I can delegate that to my staff. They are
16 pretty busy already. Do you see that?

17 A. Yes.

18 Q. Would you agree that Kathy's e-mail to Dan
19 was in response to Dan's initial e-mail stating
20 that he is sending Kathy the self-study?

21 A. I'm not sure that he would have just
22 offered to do that, because he -- even in this
23 e-mail, he's saying what a big job it is. I don't
24 think he would have offered to do that without her

1 asking for it.

2 Q. Do you know when ACE tendered the
3 self-study -- its self-study to CAAHEP for
4 accreditation purposes? Do you recall the year?

5 A. That was before I started with ACE. I
6 don't know.

7 Q. Do you recall if, between the time period
8 of when ACE submitted its self-study to CAAHEP and
9 the College of DuPage submitted its self-study to
10 CAAHEP, the standards for accreditation from CAAHEP
11 changed?

12 A. I wouldn't know that. I wouldn't be
13 involved in that. Can I comment on that further?

14 Q. Sure.

15 A. So if I was to say, hey, I'm going to send
16 you this 500-page document and it was something
17 that you didn't need or want, would you advise me
18 on how I could scan that in and send it to you or
19 would you say I don't need that?

20 Q. Do you know when ACE actually sent the
21 self-study to Kathy?

22 A. I can get those dates for you. I don't
23 have it readily available to me.

24 Q. Okay. Please do.

1 A. Okay.

2 THE WITNESS: Are you going to make a note of
3 that or do you want me to?

4 MR. DAVIS: Say it again.

5 THE WITNESS: Provide the date for this -- when
6 we sent them the self-study.

7 MR. DAVIS: Did you ask Dan -- you asked Dan
8 questions about the self-study.

9 MR. ROCHE: Yeah, I did. And I --

10 MR. DAVIS: You asked Dan questions about when
11 he -- when the ACE self-study was filed. It was
12 2008, 2009.

13 MR. ROCHE: I think it was 2006, but yeah.

14 MR. DAVIS: Yeah. So when the self-study was
15 sent to Kathy?

16 THE WITNESS: Correct.

17 BY MR. ROCHE:

18 Q. I guess that -- and the only follow-up
19 issue is if ACE could identify if the College of
20 DuPage ever had access to ACE's pretests, quizzes,
21 unit tests.

22 A. Right.

23 Q. The ACE workbook authored by Dan Bump.

24 A. Okay.

1 Q. If it turns out, based on the follow-up
2 investigation, that the College of DuPage never had
3 access to Dan Bump's ACE workbook, would you agree
4 that the College of DuPage did not misappropriate
5 the information contained within the ACE workbook?

6 A. If they didn't have it, they wouldn't be
7 able to do that.

8 Q. You would agree with the idea that if the
9 College of DuPage never had access to the ACE
10 workbook, it did not misappropriate whatever
11 information is contained within the ACE workbook?

12 A. Yes, unless -- and I don't know how the
13 curriculum is laid out. Unless that was involved
14 in another piece of e-mail, like if maybe that was
15 involved in the master curriculum, but I wouldn't
16 think it would be but --

17 MR. DAVIS: Are you talking about the on-line
18 workbook?

19 THE WITNESS: There's a workbook that goes --

20 MR. DAVIS: Yeah.

21 THE WITNESS: -- I think with the lab.

22 MR. DAVIS: Yeah. You asked him about that.

23 THE WITNESS: She may have it, because she got
24 it --

1 MR. DAVIS: You asked --

2 MR. ROCHE: And I'm not going to. There's a
3 workbook that's part of the ACE curriculum.

4 MR. DAVIS: No. You asked Dan about that. You
5 totally asked Dan about that.

6 MR. ROCHE: Yeah.

7 THE WITNESS: I don't know about the
8 curriculum. That's his area of expertise. So --

9 BY MR. ROCHE:

10 Q. One question about -- well, just a few
11 quick questions. Lawyers can never confine
12 themselves to one question.

13 MR. DAVIS: Some lawyers do.

14 BY MR. ROCHE:

15 Q. With respect to retrieving e-mails in
16 connection with this litigation, Keith, did you
17 search your personal e-mail address at Gmail for
18 responsive documents?

19 A. I did.

20 Q. Okay. And have all those e-mails -- are
21 you aware of -- that a protocol for e-mail searches
22 was entered into between counsel of record in this
23 case?

24 A. Yes.

1 Q. And did you abide by and follow that
2 e-mail protocol in connection with searching your
3 Gmail account?

4 A. Yes.

5 MR. ROCHE: I have no further questions.

6 MR. DAVIS: He wants to read the dep.

7 (FURTHER DEPONENT SAITH NOT)

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1 STATE OF ILLINOIS)

2) SS:

3 COUNTY OF C O O K)

4 I, Elizabeth L. Vela, an Illinois Certified
5 Shorthand Reporter, do hereby certify that
6 heretofore, to-wit, on the 16th day of May, 2017,
7 personally appeared before me, at 180 North
8 Stetson, Chicago, Illinois, KEITH BUMP, in a cause
9 now pending and undetermined in the United States
10 District Court, wherein AMERICAN CENTER FOR
11 EXCELLENCE IN SURGICAL ASSISTING, INC. is the
12 Plaintiff, and COMMUNITY COLLEGE DISTRICT 502,
13 et al. are the Defendants.

14 I further certify that the said witness was
15 first duly sworn to testify the truth, the whole
16 truth and nothing but the truth in the cause
17 aforesaid; that the testimony then given by said
18 witness was reported stenographically by me in the
19 presence of the said witness, and afterwards
20 reduced to typewriting by Computer-Aided
21 Transcription, and the foregoing is a true and
22 correct transcript of the testimony so given by
23 said witness as aforesaid.

24 I further certify that the signature to the

1 foregoing deposition was reserved by counsel for
2 the respective parties.

3 I further certify that the taking of this
4 deposition was pursuant to Notice, and that there
5 were present at the deposition the attorneys
6 hereinbefore mentioned.

7 I further certify that I am not counsel for nor
8 in any way related to the parties to this suit, nor
9 am I in any way interested in the outcome thereof.

10 IN TESTIMONY WHEREOF: I have hereunto set my
11 hand this 7th day of June, 2017.

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Veritext Legal Solutions
1 North Franklin Street - Suite 3000
Chicago, Illinois 60606
Phone: 312-442-9087

June 7, 2017

To: Michael J. Davis

Case Name: American Center For Excellence In Surgical Assisting, Inc.
v. Community College, District 502, Et Al.

Veritext Reference Number: 2618109

Witness: Keith Bump Deposition Date: 5/16/2017

Dear Sir/Madam:

Enclosed please find a deposition transcript. Please have the witness review the transcript and note any changes or corrections on the included errata sheet, indicating the page, line number, change, and the reason for the change. Have the witness' signature at the bottom of the sheet notarized and forward errata sheet back to us at the address shown above, or email to production-midwest@veritext.com.

If the errata is not returned within thirty days of your receipt of this letter, the reading and signing will be deemed waived.

Sincerely,

Production Department

DEPOSITION REVIEW
CERTIFICATION OF WITNESS

ASSIGNMENT NO: 2618109

CASE NAME: American Center For Excellence In Surgical
Assisting, Inc. v. Community College, District 502, Et Al.

DATE OF DEPOSITION: 5/16/2017

WITNESS' NAME: Keith Bump

In accordance with the Rules of Civil
Procedure, I have read the entire transcript of
my testimony or it has been read to me.

I have made no changes to the testimony
as transcribed by the court reporter.

Date

Keith Bump

Sworn to and subscribed before me, a
Notary Public in and for the State and County,
the referenced witness did personally appear
and acknowledge that:

They have read the transcript;

They signed the foregoing Sworn
Statement; and

Their execution of this Statement is of
their free act and deed.

I have affixed my name and official seal

this _____ day of _____, 20____.

Notary Public

Commission Expiration Date

DEPOSITION REVIEW
CERTIFICATION OF WITNESS

ASSIGNMENT NO: 2618109

CASE NAME: American Center For Excellence In Surgical
Assisting, Inc. v. Community College, District 502, Et Al.

DATE OF DEPOSITION: 5/16/2017

WITNESS' NAME: Keith Bump

In accordance with the Rules of Civil
Procedure, I have read the entire transcript of
my testimony or it has been read to me.

I have listed my changes on the attached
Errata Sheet, listing page and line numbers as
well as the reason(s) for the change(s).

I request that these changes be entered
as part of the record of my testimony.

I have executed the Errata Sheet, as well
as this Certificate, and request and authorize
that both be appended to the transcript of my
testimony and be incorporated therein.

Date

Keith Bump

Sworn to and subscribed before me, a
Notary Public in and for the State and County,
the referenced witness did personally appear
and acknowledge that:

They have read the transcript;
They have listed all of their corrections
in the appended Errata Sheet;
They signed the foregoing Sworn
Statement; and
Their execution of this Statement is of
their free act and deed.

I have affixed my name and official seal
this _____ day of _____, 20____.

Notary Public

Commission Expiration Date

ERRATA SHEET
VERITEXT LEGAL SOLUTIONS MIDWEST

ASSIGNMENT NO: 2618109

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Date Keith Bump
SUBSCRIBED AND SWORN TO BEFORE ME THIS _____
DAY OF _____, 20____.

Notary Public

Commission Expiration Date

[& - 2017]

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Federal Rules of Civil Procedure

Rule 30

(e) Review By the Witness; Changes.

(1) Review; Statement of Changes. On request by the deponent or a party before the deposition is completed, the deponent must be allowed 30 days after being notified by the officer that the transcript or recording is available in which:

(A) to review the transcript or recording; and

(B) if there are changes in form or substance, to sign a statement listing the changes and the reasons for making them.

(2) Changes Indicated in the Officer's Certificate. The officer must note in the certificate prescribed by Rule 30(f)(1) whether a review was requested and, if so, must attach any changes the deponent makes during the 30-day period.

DISCLAIMER: THE FOREGOING FEDERAL PROCEDURE RULES ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY.

THE ABOVE RULES ARE CURRENT AS OF SEPTEMBER 1, 2016. PLEASE REFER TO THE APPLICABLE FEDERAL RULES OF CIVIL PROCEDURE FOR UP-TO-DATE INFORMATION.

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COMPANY CERTIFICATE AND DISCLOSURE STATEMENT

Veritext Legal Solutions represents that the foregoing transcript is a true, correct and complete transcript of the colloquies, questions and answers as submitted by the court reporter. Veritext Legal Solutions further represents that the attached exhibits, if any, are true, correct and complete documents as submitted by the court reporter and/or attorneys in relation to this deposition and that the documents were processed in accordance with our litigation support and production standards.

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